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November 29, 2000

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

John Kemmerer, Chief
Site Cleanup Branch, Superfund Division
U.S. Environmental Protection Agency
Region IX
75 Hawthorne Street
San Francisco, California 94105-3901

Brett P. Moffatt
Assistant Regional Counsel
U.S. Environmental Protection Agency
75 Hawthorne Street
San Francisco, California 94105

Bankrupt

Re: Stoody Company: Property Located at 16425 Gale Avenue, City of Industry, California (the "Gale Avenue Property")

Dear Mr. Kemmerer and Mr. Moffatt:

This firm represents Stoody Company ("Stoody") in connection with the Gale Avenue Property, which is located within the Puente Valley Operable Unit of the San Gabriel Valley Superfund Site in Los Angeles County, California. By this letter, Stoody respectfully responds to the U.S. Environmental Protection Agency's ("EPA") October 28, 2000 Special Notice Letter by providing the EPA with a good faith settlement offer to resolve its alleged liability for contribution to the groundwater contamination in the Puente Valley.

Stoody is working cooperatively with the Puente Valley Steering Committee ("PVSC") in an effort to contribute its fair share to the overall groundwater cleanup in the Puente Valley. Stoody desires to resolve its alleged liability for the groundwater contamination and therefore participated in the PVSC mediation sessions before Judge Phillips. Although Stoody was not able to reach settlement with the "Tier A" PVSC group during the mediation sessions, Stoody has continued its dialogue with the Tier A

PVSC members. Unfortunately, there is a significant difference between the demand of the Tier A group and Stoody's offer for the groundwater contamination in the Puente Valley.

In a good faith effort to resolve its liability for contribution to the groundwater contamination in the Puente Valley, Stoody hereby offers to settle with the EPA for $300,000. This offer is consistent with the technical evidence, which suggests that the shallow soil contamination detected on the Gale Avenue Property is not a significant source of groundwater contamination. Moreover, the evidence demonstrates that contaminates are migrating to and across the Gale Avenue Property from significant up-gradient sources such as Textron, Spectrol, Utility Trailer and BDP.

1. THE GALE AVENUE PROPERTY

Stoody conducted manufacturing operations on the Gale Avenue Property from 1976 through 1991. Prior to 1971, the Gale Avenue Property was undeveloped and used for agricultural purposes. Stoody purchased and began developing the Gale Avenue Property in 1971. From 1976 through November of 1991, Stoody used the property for manufacture and distribution of welding products such as welding rod and wire. Former Stoody employees report that the only contaminate of concern used by Stoody - - in minimal amounts - - was 1,1,1-TCA. Stoody's manufacturing operations ceased in November of 1991, and since that time the Gale Avenue Property has been used by Stoody for limited warehousing and shipping activities. Attached as Exhibit 1 is a map of the Gale Avenue Property.

2. THE GALE AVENUE PROPERTY IS NOT A SIGNIFICANT SOURCE OF GROUNDWATER CONTAMINATION IN THE PUENTE VALLEY OPERABLE UNIT

The Gale Avenue Property is not a significant source of Volatile Organic Compound ("VOC") groundwater contamination in the Puente Valley Operable Unit ("PVOU"). Although minimal concentrations of VOCs were detected in shallow soils at the Gale Avenue Property, it does not appear that those contaminants significantly impacted groundwater. Rather, an analysis of past and present groundwater conditions clearly show that elevated levels of VOCs, including PCE, TCE, 1,1-DCE, and 1,2-DCE, are migrating onto the Gale Avenue Property from no less than nine identified up-gradient sources with at least four - - Textron Corham, Spectrol, Utility Trailer, and BDP - - having created groundwater plumes of significant concentration and size containing VOCs. Concentrations of these upgradient VOCs migrate onto the Gale

Avenue Property, with concentrations decreasing across the property. Because the levels of VOCs decrease as they pass over the Gale Avenue Property, it does not appear that the property is not contributing to the VOC contamination in the Puente Valley Operable Unit.

The evidence suggesting that contaminates are migrating beneath and across the Gale Avenue Property from upgradient sources is further supported by a discrete tracer contaminate, Freon 113. Freon 113 was never used by Stoody, and was not detected in soil sampling at the Stoody Property. However, Freon 113 is present in upgradient groundwater monitoring wells in concentrations well above those detected in groundwater monitoring wells on and downgradient of the Gale Avenue Property. This evidence suggests that Freon 113 is migrating, along with VOCs, from upgradient sources of contamination to and across the Gale Avenue Property.

A. Stoody Soil Investigation Results

Following a March 1988 site inspection by Regional Board staff, Stoody was required to perform a subsurface soil investigation at two designated areas: (1) the east corner of the site which contained a chemical waste barrel storage area, a three-state clarifier and a sump; and (2) the north corner of the site which contained the general storage area. The results from these three investigations included, in addition to elevated petroleum hydrocarbon findings, soil concentrations of PCE and, to a lesser extent, TCE and PCE/TCE degradation products. No Freon 113 was detected in soil on the Gale Avenue Property. Attached as Exhibit 2 is a site map with the locations of the former clarifier and sump and locations and results from the subsurface soil investigations. The PCE findings were as follows:

- From a total of 5 soil borings to 10' below ground surface ("bgs") in the two locations described above PCE was found near the sump at 5' bgs in a concentration of 220 parts per billion ("ppb") which decreased to "nondetect" ("ND") at 10' bgs in the same location (Investigation No. 1).

- From a total of five borings to 10' or 10.5' bgs at the sump and clarifier, PCE was found near the sump at 1' bgs in a concentration of 160 ppb which decreased to 8 ppb at 10' bgs; in a different soil boring near the sump, PCE was also found at 5' bgs at 82 ppb which decreased to 53 ppb at 10' bgs; 35 ppb PCE was found at l' bgs at a third near-sump location, decreasing to 10 ppb at 10' bgs. At the clarifier, 6 ppb PCE was found at both the clarifier inlet and outlet pipes at

6.5' bgs; in both cases, the PCE concentration increased to 10 ppb at 10.5 bgs (Investigation No. 2).

- From a total of five borings to 30' bgs at the sump and clarifier, samples were obtained every 5' to 30' bgs. At the sump, PCE was found in one boring at 1' bgs in a concentration of 140 ppb which decreased to 8 ppb at 30' bgs. PCE was found at another near-sump boring at 1' bgs in a concentration of 170 ppb which decreased to 17 ppb at 30' bgs. At the clarifier, PCE was found in trace amounts which decreased to ND at 30' bgs (Investigation No. 3).

The less prevalent TCE findings were as follows:

- From the Investigation No. 2 borings (5 borings to depths of 10' or 10.5' bgs), TCE was found at the sump at 5' bgs at 10 ppb which decreased to 5 ppb at 10' bgs; and in two borings at the clarifier, only at 10.5' bgs, in concentrations of 6 ppb and 3 ppb, respectively.

- From the Investigation No. 3 borings (5 borings to 30' bgs), TCE was found at the sump at 1' bgs at 62 ppb which decreased to ND at 5'-25' bgs; and at 1' bgs at another sump location at 1' ppb which decreased to ND at 5'-30' bgs.

Findings of potential breakdown products from TCE/PCE at the sump included:

- From an Investigation No. 2 boring (to 10' bgs), at 1' bgs, 700 ppb trans-1,2-dichloroethene which decreased to 14 ppb at 10' bgs.

- From an Investigation No. 3 boring (to 30' bgs), at 1' bgs, 410 ppb total 1,2-dichloroethene which decreased to ND at 30' bgs; from a second Investigation 3 boring (to 30' bgs), 50 ppb total 1,2-dichloroethene which decreased to 9 ppb at 30' bgs.

- From the same Investigation No. 3 boring noted above, respectively, at 1' bgs, 400 ppb cis-1,2-dichloroethene which decreased at 30' bgs; and at 1' bgs, 500 ppb cis-1.2-dichloroethene which decreased to ND at 10'-30'bgs.

Although soil beneath and surrounding the former sump and clarifier at one time contained minimal levels of VOCs, the sump, clarifier and surrounding soil were removed to eliminate any contamination and prevent contact with the groundwater.

Because the current groundwater concentrations beneath the Gale Avenue Property are consistent with those measured three to six years ago, the property is in relative equilibrium both before and after the removal of the sump, clarifier, and contaminated soil illustrating that the contamination on the Gale Avenue Property has not significantly impacted the groundwater beneath the Property.

B. Stoody Groundwater Monitoring Results

Six quarters of groundwater monitoring investigations occurred from June of 1989 to 1995 on the Gale Avenue Property. Based on the directional groundwater flow to the northwest, Stoody's consultant concluded that Monitoring Well ("MW")-4 is the furthest upgradient well on the site. MW-1 and MW-3 are downgradient wells from MW-4. Also based on the directional flow, MW-3 is downgradient from MW-2. MW-5 was put in at the clarifier to see if the groundwater directly beneath the clarifier contained higher concentrations of PCE or TCE than the other wells. MW-5 was removed during the excavation of the clarifier and the sump and the surrounding soil. Attached as Exhibit 3 is a site map showing groundwater monitoring well locations, groundwater directional flow and a historical groundwater monitoring data chart.

The contaminate levels from upgradient MW-4 to downgradient MW-2 show a diminishing trend which typically indicates that VOCs are migrating onto the Gale Avenue Property from upgradient sites. In fact, Stoody's present and previous consultants have repeatedly concluded that, insofar as the most upgradient well on the site, MW-4, contains elevated levels of TCE and PCE, those contaminants must be migrating underneath the site from an offsite source. As the MW-5 results (directly beneath the clarifier) are not significantly higher than the MW-4 results (most upgradient well) there is no evidence that the clarifier is a source of contamination.

Groundwater samples were additionally collected in October of 1998 to assess site specific and regional groundwater trends. The data provides as follows:

- PCE was detected on the Gale Avenue Property in maximum concentrations similar to those detected in 1994. Concentrations in the upgradient wells, MW-4 and MW-1, were 120 and 37 parts per billion ("ppb"), respectively, which is similar to the 1994 data of 190 and 67 ppb for the same wells. MW-2 detected maximum PCE concentration of 100 ppb in 1998 and 150 ppb in 1994. The downgradient well, MW-3, detected maximum concentrations of PCE of 18 ppb in the current study and 9.3 ppb in 1994.

- TCE concentrations reported in the current Gale Avenue Property study were also similar to the results of the data collected in 1994. Concentrations in wells MW-4 and MW-1 were detected at maximum concentrations of 37 and 28 ppb, respectively, while the concentrations in 1994 were 29 and 35 ppb for the same wells. Well MW-2 detected a current maximum concentration of 38 ppb and in 1994 detected 9.2 ppb (although previous monitorings showed concentrations of up to 35 ppb). The downgradient well MW-3 detected maximum TCE concentration of 17 ppb while in 1994 this well detected maximum concentrations of 5.4 ppb.

- 1,1-DCE concentrations detected on the Gale Avenue Property in 1998 were similar to the 1994 data and the historical data gathered from this well on the Gale Avenue Property. The upgradient wells, MW-4 and MW-1 detected maximum 1,1-DCE concentrations of 17 and 22 ppb, respectively, while the 1994 data detected maximum concentrations of 14 and 19 ppb for the same wells. Well MW-2 detected a current maximum 1,1-DCE concentration of 19 ppb and in 1994 detected a maximum concentration of 4.3 ppb. Previous monitoring of MW-2 fluctuated between 1.2 ppb to 13 ppb. The downgradient well MW-3 detected a maximum concentration of 10 ppb and in 1994 detected 0.9 ppb. Similar to MW-2, this well had previously fluctuating data from less than 1 ppb to 44 ppb.

- Although 1,1,1-TCA and 1,2-DCE were not detected during the current study, they may be present in concentrations of less than the reporting limit of 5 ppb. Both contaminants were previously measured in maximum concentrations of less than 5 ppb at the Stoody site. The MCL for 1,1,1-TCA is 200 ppb and for 1,2-DCE is 6 ppb.

The current monitoring data demonstrates that no significant change to the regional groundwater contaminate plume has occurred over the period of groundwater monitoring on the Gale Avenue Property, from 1992 to 1998. This data demonstrates that despite the removal of the only potential source of VOC contamination on the property - - the sump and clarifier and all surrounding soil to the sump and clarifier - - the VOC concentrations in groundwater beneath the site remain unchanged over several years. Therefore, the Gale Avenue Property has not significantly contributed VOCs to groundwater before or after the sump and clarifier were removed.

C. Regional Groundwater Trends

Contaminant concentrations from both the Stoody 1998 groundwater data sets and from the CDM 1995 data sets were analyzed by Stoody's present consultant, The Source Group. Volatile Organic Compounds ("VOCs"), including PCE, TCE, 1,1-DCE, 1,2-DCE and 1,1,1,-TCA as well as Freon 113 were detected in upgradient groundwater monitoring wells in concentrations above those detected on the Gale Avenue Property. Several sources for these contaminates are located directly upgradient of the Gale Avenue Property. Specifically, in relation to the Gale Avenue Property and groundwater flow directions onto the site, two main areas represent the source for contaminants that migrate on to the site: the Textron Corham and Spectrol areas; and the BDP/Utility Trailer area. Both of these source areas appear to have contributed significant amounts of contaminants, judging by the concentration of contaminants emanating from these sites, to the Gale Avenue Property and surrounding areas. Attached as Exhibit 4 is a Regional Map depicting the Gale Avenue Property in relation to these two potential source sites.

i. PCE Migration

The analysis conducted by The Source Group reveals that the two up-gradient source areas - - the Textron Corham and Spectrol area and the BDP/Utility Trailer area - - can be identified as contributing to the PCE concentrations beneath the Gale Avenue Property. The following wells are all upgradient to the former sump and clarifier areas; MW-1, MW-2 (upgradient to the former clarifier but not the sump area) MW-4, MW-17, and MW-16 and show PCE concentrations of 67, 150, 190, 140, and 220 ppb, respectively. All five wells detected maximum PCE concentrations greater than the maximum concentrations found in the downgradient wells, MW-3 and MW-23 at 9.3 and 42 ppb, respectively. From this data, it is evident that at least 200 ppb of PCE is entering the property from the east-northeast and attenuating to less than 10 ppb on the west side of the property. The former Stoody sump and clarifier areas do not appear to be adding any PCE to the plume across the entire length of the site. Attached as Exhibit 5 is The Source Group Site Specific PCE Plume Map and Regional PCE Plume Map.

This evidence of PCE migration from upgradient source areas is further supported by the CDM data contained in the *Final Remedial Investigation Report* (May 30, 1997). Figure A to the CDM Report - - attached as Exhibit 6 - - shows significant concentrations of PCE entering the groundwater in the vicinity of the two source areas located to the northeast of Stoody. Additionally, PCE is shown to be

migrating from the area of Textron, Corham and The Spectrol sites, located to the east-southeast of the Stoody Property. CDM Figure A shows the PCE contaminate plume at 20-10 times MCLs at the upgradient sources areas, and migrating through the Stoody Property at concentrations of 10 times MCLs. This data again reveals that the PCE contaminate plume originates upgradient of the Gale Avenue Property, migrates and dissipates across the Stoody Property.

ii. TCE Migration

Similar to the contaminant plume migration pattern of PCE, TCE is migrating onto the Gale Avenue Property from both the northeast and east to southeast in concentrations of approximately 30 ppb. The upgradient wells on the Stoody site, MW-4, and MW-1 , detected maximum TCE concentrations of 29 and 35 ppb, respectively. TCE concentration detected in the CDM wells to the northeast were 30 ppb and 16 ppb in wells MW-16 and MW-17, both upgradient of the Gale Avenue Property. The downgradient well on the property detected a marked decrease in maximum TCE concentrations to 5.4 ppb. The CDM wells to the north of the Stoody site also detected a decrease in maximum TCE concentrations of 12 ppb in MW-18 and 8.4 ppb in MW-23. It is evident from this analysis that TCE contaminants are migrating onto the Gale Avenue Property from the northeast and the east-southeast in concentrations above those which are exiting the Stoody Property to the northwest and west. Attached as Exhibit 7 is The Source Group Site Specific TCE Plume Map and Regional TCE Plume Map.

This contention is further supported by the CDM data sets. CDM Figure B from the *Final Remedial Investigation Report* (May 30, 1997) - - attached as Exhibit 8 -- shows significant concentrations of TCE entering the groundwater in the vicinity of BDP and Utility Trailer, located to the northeast of Stoody. In addition, TCE is shown to be migrating from the area of Textron, Corham, and Spectrol sites, located to the east-southeast of the Stoody site. CDM Figure B shows the plume migrating through the Stoody site at concentrations of 10 times MCLs, which equates to between 50 ppb to 100 ppb TCE. In addition to the wells located to the north of the Stoody site, CDM Figure B shows a well located just south of the Stoody site on Gale Avenue. This well detected maximum concentrations of TCE of over 20 times MCLs or greater than 100 ppb. As this area is cross-gradient to the Stoody site, it is not likely that the TCE contamination on the Stoody Property results from upgradient sources and not the Stoody sump and clarifier areas. Therefore, the minimal TCE concentrations detected

on the Stoody Property are likely the result of migrating upgradient sources of TCE contamination.[1]

iii. Freon Migration

Freon 113, used primarily in the manufacture of air coolant products, was never used by Stoody and was not detected in soil sampling on the Gale Avenue property. Freon 113 was however detected in the groundwater beneath the Gale Avenue Property and in upgradient groundwater monitoring wells. The concentrations of Freon 113 detected in the upgradient off-site wells was significantly higher than the levels detected on the Gale Avenue Property illustrating that Freon 113 is migrating from off-site, up-gradient sources. Specifically, Freon 113 was detected in maximum concentrations on the Gale Avenue Property in wells MW-1, MW-2, and MW-3 of 3.3, 2.7, and .6 ppb, respectively. The upgradient well, MW-4, detected Freon 113 at 4.8 ppb. Freon 113 was also detected on the upgradient Spectrol site at 1,900 ppb. Because Freon 113 was detected in the groundwater sampling events conducted on the Stoody Property at significantly lower levels that at the Spectrol site, the data supports that Freon 113 is migrating onto the Stoody Property from upgradient sources. Stoody never used Freon 113 and Freon 113 was not detected in the soils on the Gale Avenue Property. As such, Freon 113 is a discrete tracer contaminant illustrating that migration from upgradient sources to and across the Gale Avenue Property. It is likely that VOCs, too, are migrating with the Freon 113 from upgradient sources to and across the Gale Avenue Property.

3. CONCLUSION

The weight of the technical evidence supports that Stoody has not significantly contributed to the regional groundwater contamination in the Puente Valley Operable Unit. Although minimal concentrations of VOCs were detected in the soil on the Gale Avenue Property, these contaminators listed did not reach groundwater. However, in a good faith effort to resolve its alleged liability for the groundwater contamination in the Puente Valley, Stoody hereby offers to settle with the EPA $300,000.

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[1] Other VOCs including 1,1-DCE, 1-2-DCE, and 1,1,1 TCE show similar patterns. These results are set forth in Appendix A, attached to this letter as Exhibit 9.

If you have any questions or need further information please contact me. Otherwise, we look forward to your response to Stoody's offer to settle.

Sincerely,

Martha Sharp

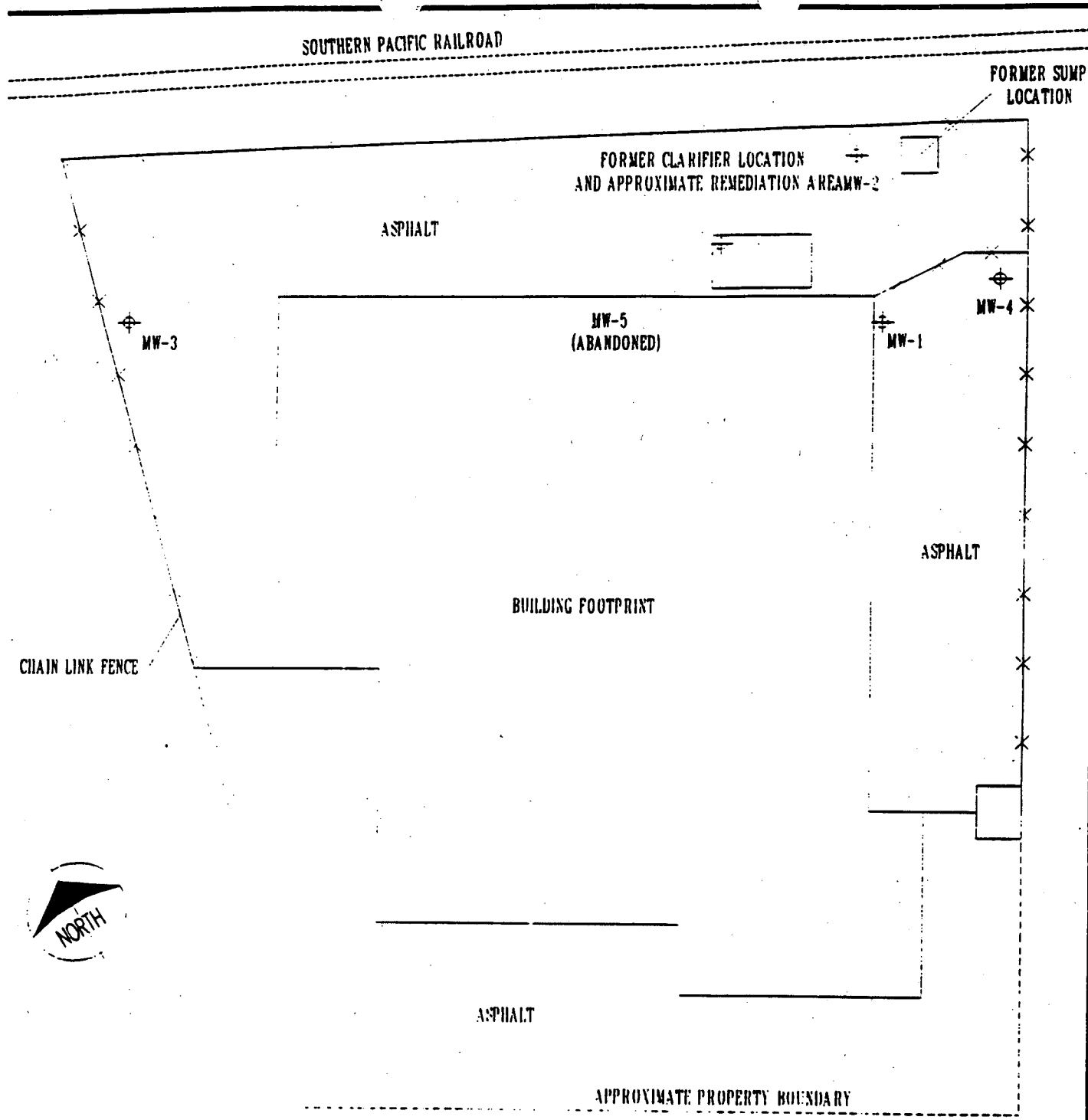
Martha Sharp, Esq.

LA253885.1

Enclosures

cc: Patricia S. Willaims, Esq.
Malissa Hathaway McKeith, Esq.

EXHIBIT 1



AYTON ENVIRONMENTAL CONSULTANTS, INC. 35 CORPORATE AVENUE, SUITE 150 PRESS, CALIFORNIA 90630	PROJECT NO: 11184 SCALE: NTS	SITE LAYOUT MAP THE STOODY COMPANY 16425 E. GALE AVENUE CITY OF INDUSTRY, CALIFORNIA	DRAWN BY: LWW CHECKED BY: GV DATE: 3/94	FIGURE 2 41184

EXHIBIT 2

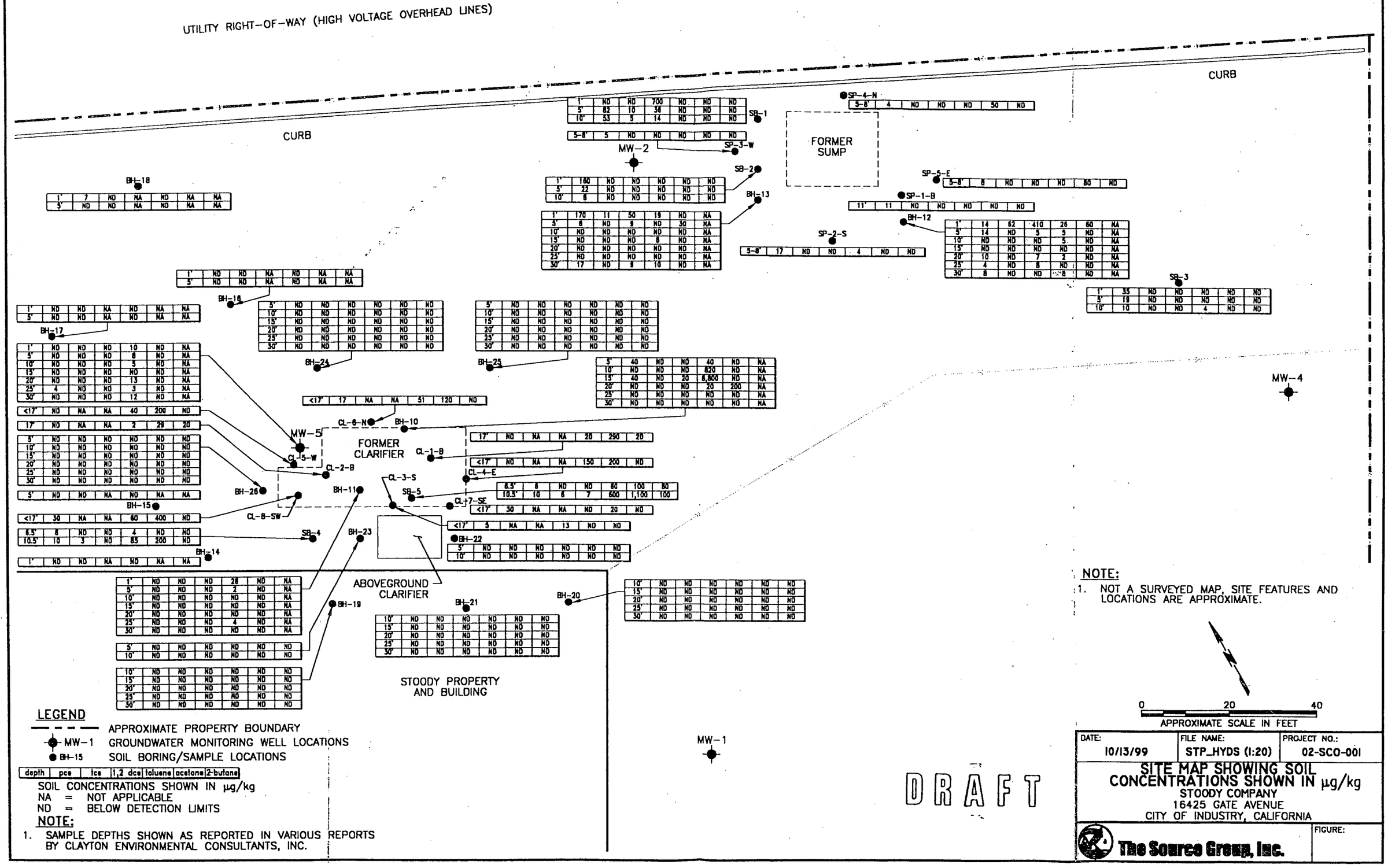
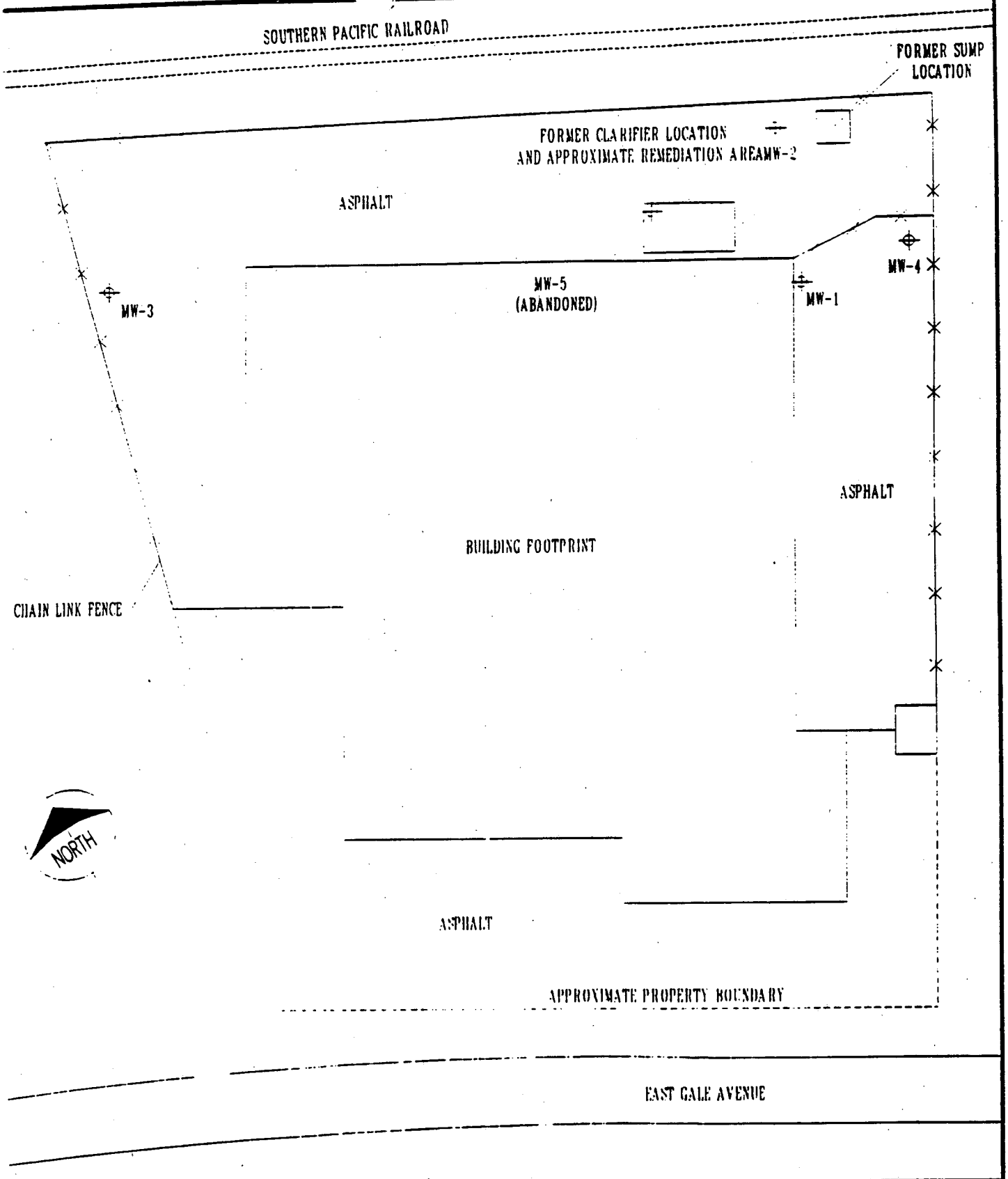
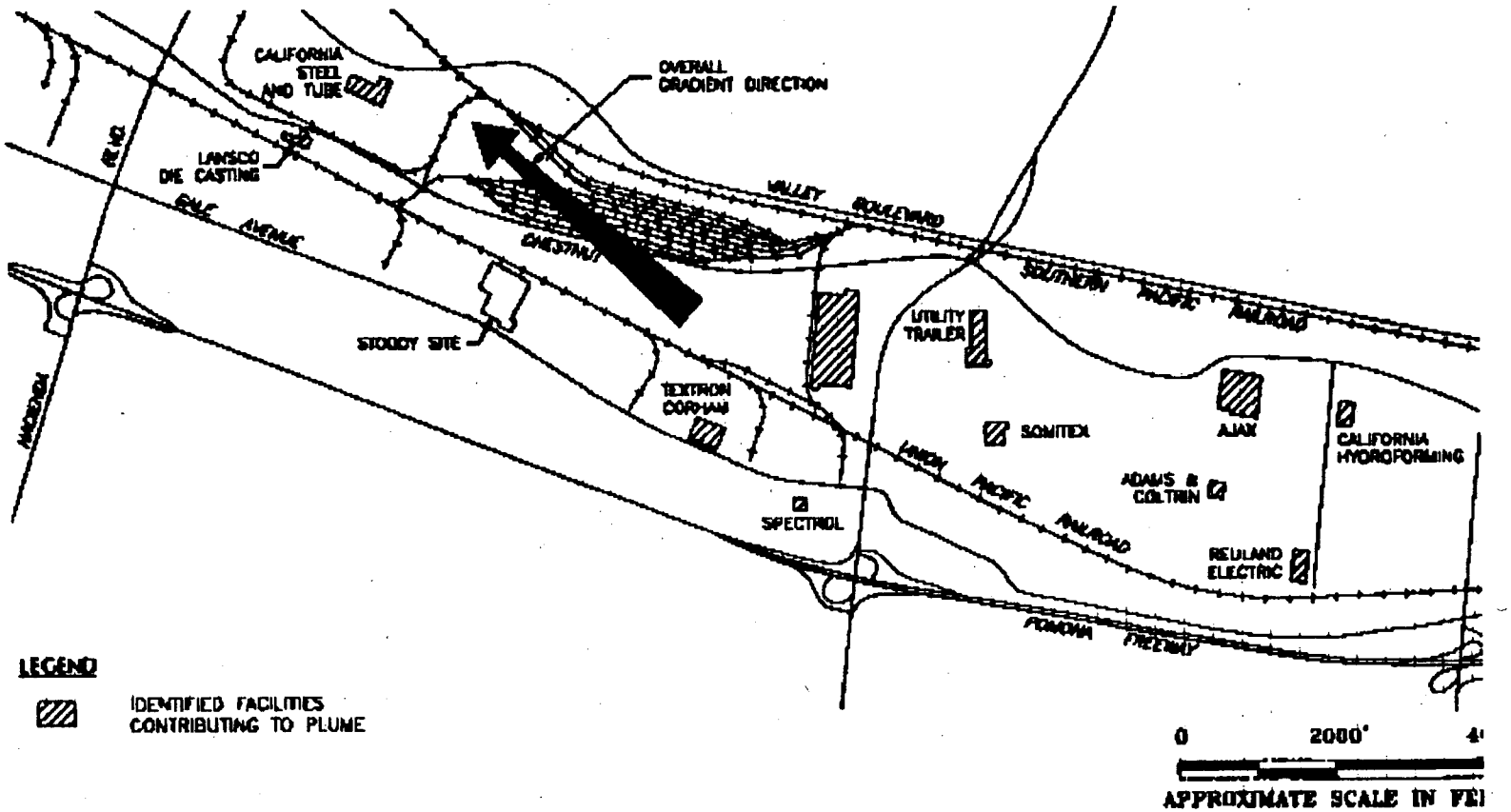

UTILITY RIGHT-OF-WAY (HIGH VOLTAGE OVERHEAD LINES)
CURB
CURB
FORMER SUMP
FORMER CLARIFIER
ABOVEGROUND CLARIFIER
STOODY PROPERTY AND BUILDING
MW-1
MW-2
MW-4
MW-5
SB-1
SB-2
SB-3
SB-4
SB-5
SP-1-B
SP-2-S
SP-3-W
SP-4-N
SP-5-E
BH-10
BH-11
BH-12
BH-13
BH-14
BH-15
BH-16
BH-17
BH-18
BH-19
BH-20
BH-21
BH-22
BH-23
BH-24
BH-25
BH-26
CL-1-B
CL-2-B
CL-3-S
CL-4-E
CL-5-W
CL-6-N
CL-7-SE
CL-8-SW
LEGEND
APPROXIMATE PROPERTY BOUNDARY
MW-1 GROUNDWATER MONITORING WELL LOCATIONS
BH-15 SOIL BORING/SAMPLE LOCATIONS
depth | pce | tce | 1,2 dce | toluene | acetone | 2-butane
SOIL CONCENTRATIONS SHOWN IN µg/kg
NA = NOT APPLICABLE
ND = BELOW DETECTION LIMITS
NOTE:
1. SAMPLE DEPTHS SHOWN AS REPORTED IN VARIOUS REPORTS BY CLAYTON ENVIRONMENTAL CONSULTANTS, INC.
NOTE:
1. NOT A SURVEYED MAP, SITE FEATURES AND LOCATIONS ARE APPROXIMATE.
0 20 40
APPROXIMATE SCALE IN FEET
DRAFT
DATE: 10/13/99
FILE NAME: STP_HYDS (1:20)
PROJECT NO.: 02-SCO-001
SITE MAP SHOWING SOIL CONCENTRATIONS SHOWN IN µg/kg
STOODY COMPANY
16425 GATE AVENUE
CITY OF INDUSTRY, CALIFORNIA
The Source Group, Inc.
FIGURE:

EXHIBIT 3



AYTON ENVIRONMENTAL CONSULTANTS, INC. 35 CORPORATE AVENUE, SUITE 150 PRESS, CALIFORNIA 90630	PROJECT NO: 11181 SCALE: NTS	SITE LAYOUT MAP THE STOODY COMPANY 16425 E. GALE AVENUE CITY OF INDUSTRY, CALIFORNIA	DRAWN BY: LWW CHECKED BY: GV DATE: 3/94	FIGURE 2 41184

Groundwater Gradient



Summary of Historical Groundwater Analytical Results
Stoody Company

Well Designation	Sample Date	Volatile Organohalides (EPA 8260A)							
		1,2-Dichloro-ethane (1,2-DCA) µg/L	cis-1,2 Dichloro-ethene (l,2-DCE) µg/L	1,1 - Dichloro-ethene (1,1-DCE) µg/L	Tri-chloro-ethene (TCE) µg/L	Tetra-chloro-ethene (PCE) µg/L	1,1,1-Trichloro-ethane (1,1,1-TCA) µg/L	Freon 113 µg/L	Freon 11 µg/L
MW-1	7/24/92	<0.5	3.0	15	37	170	1.4	<0.5	2.7
	10/28/92	<0.5	3.8	20	41	160	1.7	14	3.0
	12/11/92	<0.5	3.9	18	46	240	<0.5	<0.5	3.3
	9/10/93	<0.5	<0.5	5.5	25	56	<0.5	0.7	<0.5
	12/20/93	<0.5	<0.5	8.1	29	64	0.5	<0.5	<0.5
	3/4/94	<0.5	<0.5	19	35	67	1.7	1.9	<0.5
	10/9/98	<5	<5	22	28	37	<5	9.8	<5
MW-2	7/24/92	<0.5	2.7	9.3	26	220	2.9	<0.5	2.3
	10/28/92	<0.5	3.5	12	30	180	3.2	7.7	2.2
	12/11/92	<0.5	3.4	13	35	280	3.3	<0.5	2.7
	9/10/93	<0.5	<0.5	1.2	4.7	96	1.2	2.9	0.6
	12/20/93	<0.5	1.0	8.5	19	170	1.5	7.3	1.2
	3/4/94	<0.5	<0.5	4.3	9.2	150	0.7	4.0	0.9
	10/9/98	<5	<5	19	38	100	<5	13	<5
MW-3	7/24/92	0.6	<0.5	30	49	34	2.4	<0.5	0.6
	10/28/92	0.6	0.5	25	52	41	2.4	15	ND
	12/11/92	0.66	0.83	44	95	88	4.3	<0.5	0.56
	9/10/93	<0.5	<0.5	0.7	2.5	17	<0.5	0.9	<0.5
	12/20/93	0.6	<0.5	40	63	69	2.5	25	<0.5
	3/4/94	<0.5	<0.5	0.9	5.4	9.3	<0.5	<0.5	<0.5
	10/9/98	<5	<5	10	17	17	<5	<5	<5
MW-3A[1]	10/9/98	<5	<5	10	17	15	<5	<5	<5
MW-4	7/24/92	<0.5	3.9	17	41	210	1.8	<0.5	4.8
	10/28/92	<0.5	4.7	17	40	160	1.8	13	3.5
	12/11/92	<0.5	4.1	15	44	200	<0.5	<0.5	2.9
	9/10/93	<0.5	2.3	8.6	21	120	1.5	7.6	2.0
	12/20/93	<0.5	4.1	17	39	210	1.8	13	3.2
	3/4/94	<0.5	3.2	14	29	180	1.2	8.4	3.7
	10/9/98	<5	<5	17	37	120	<5	8.1	<5

EXHIBIT 4

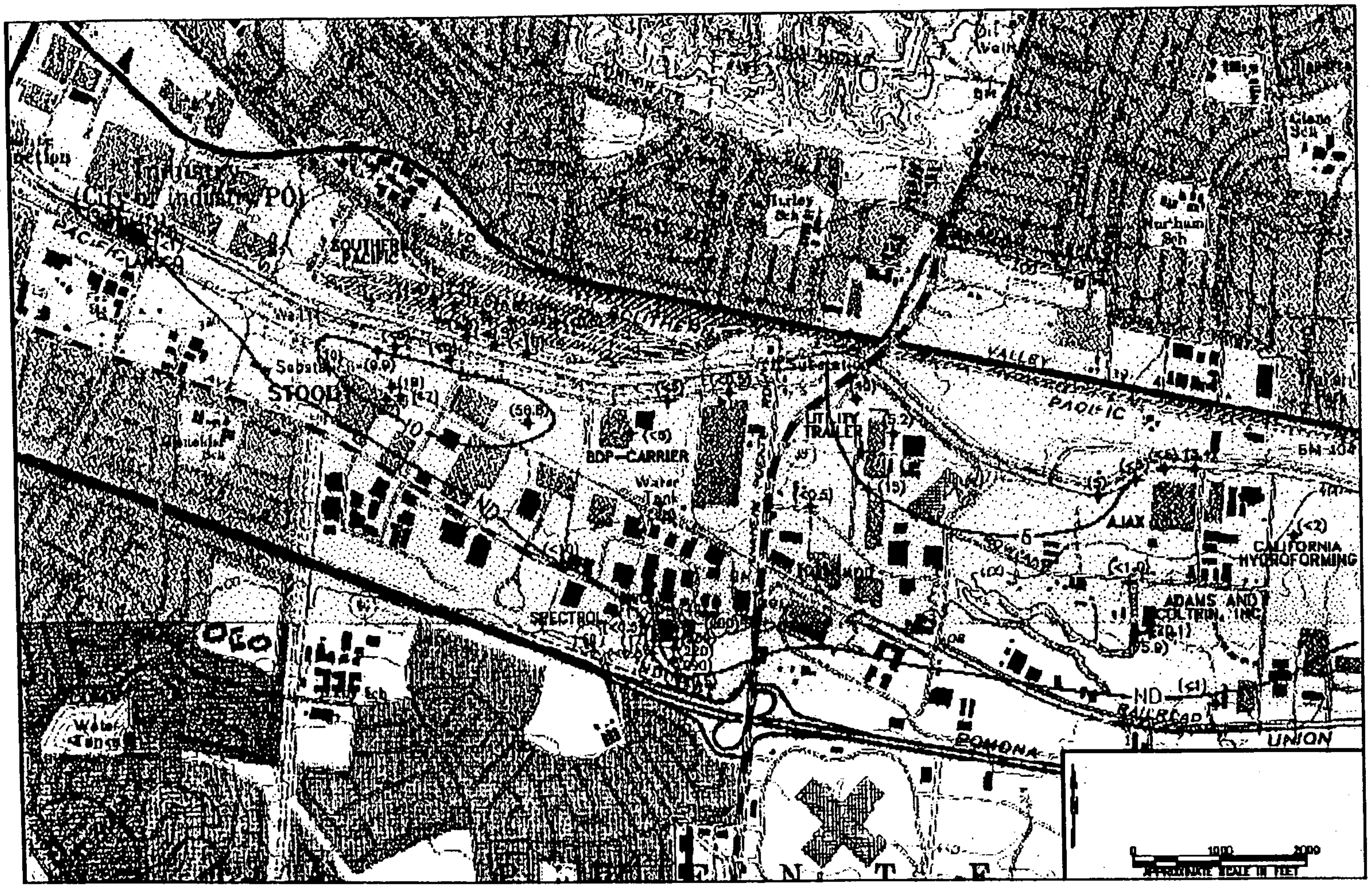
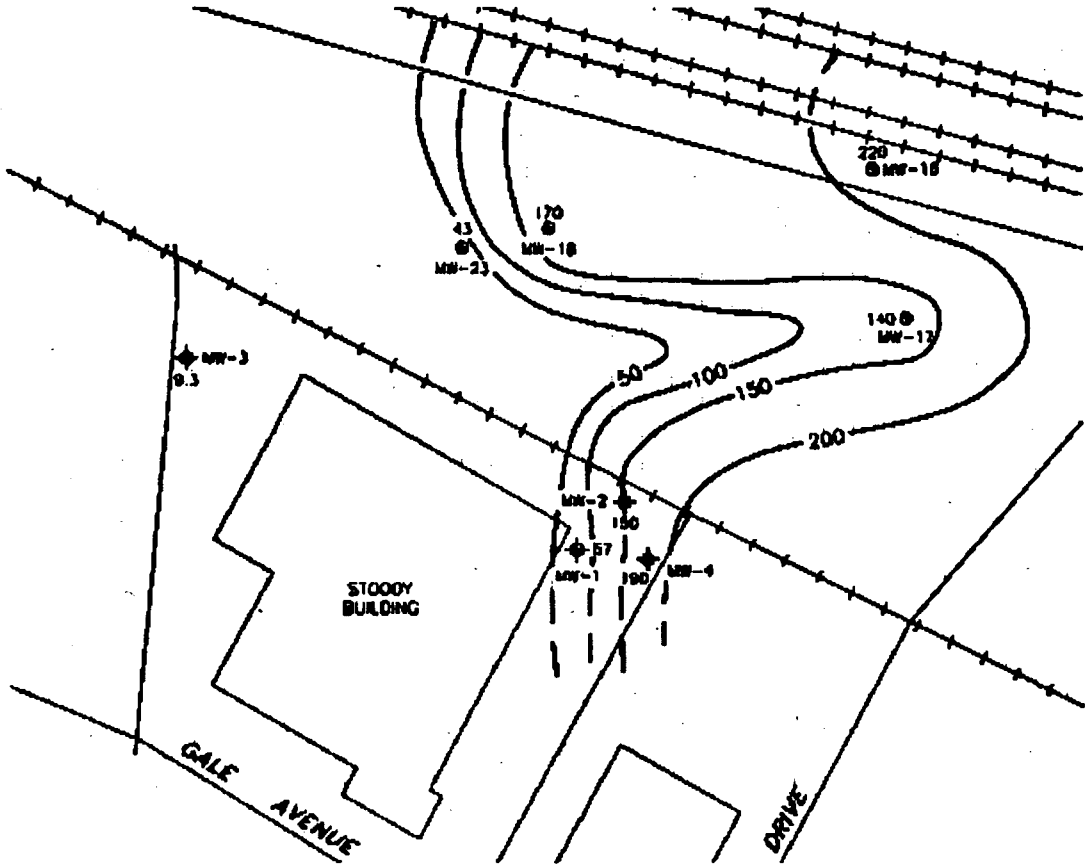

SOUTHERN PACIFIC
STOODY
BDP-CARRIER
UTILITY TRAILER
VALLEY
PACIFIC
AJAX
CALIFORNIA HYDROFORMING
ADAMS AND COLTRIN, INC.
SPECTROL
RAILROAD
UNION
POMONA
0 1000 2000
APPROXIMATE SCALE IN FEET

EXHIBIT 5

PCE Plume map



Regional PCE in Groundwater

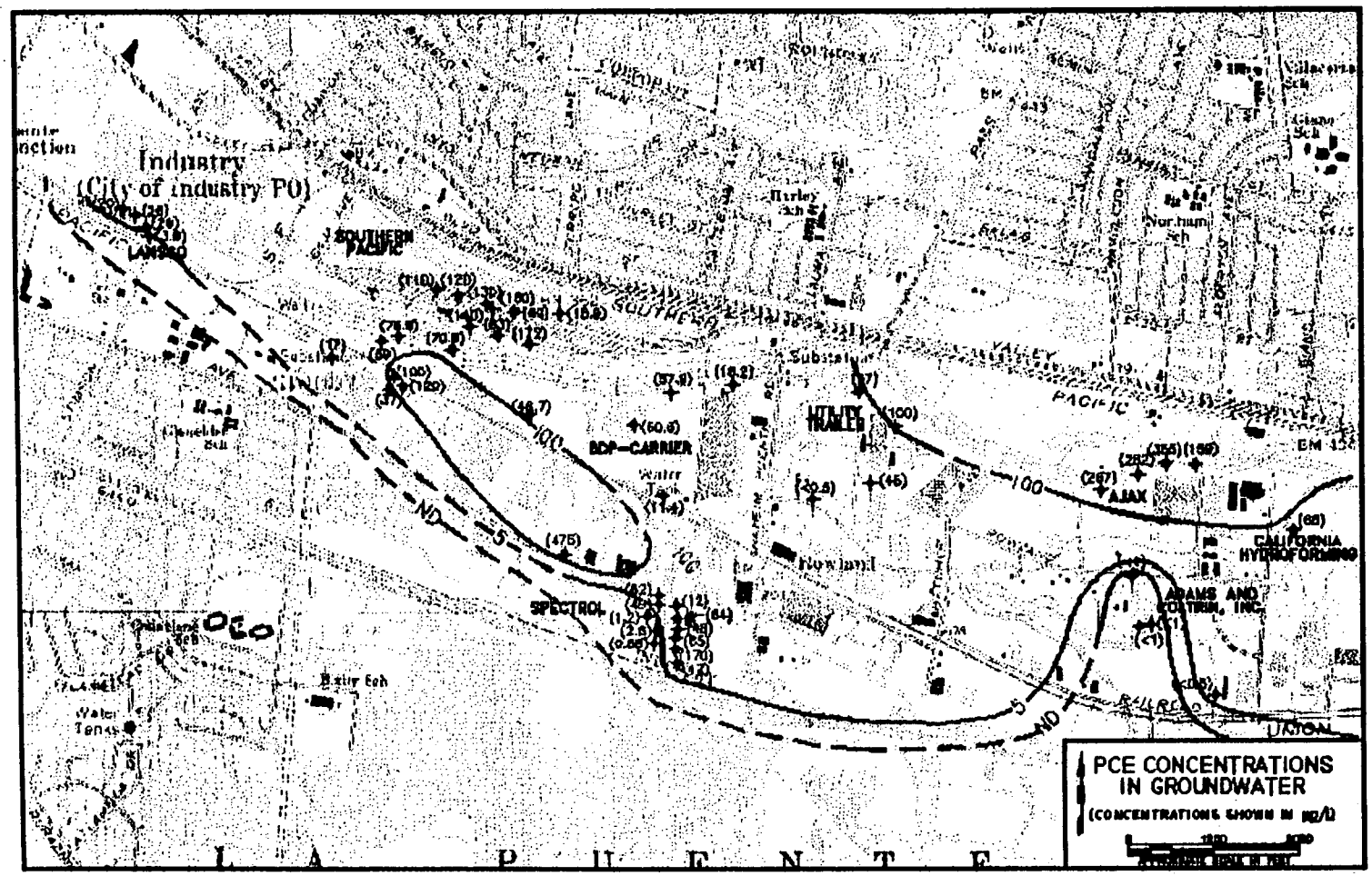


EXHIBIT 6

KILOMETERS

0 1 2 3 4

0 .5 1 2

MILES

LEGEND

BEDROCK

PCE CONTAMINATION POTENTIALLY EXCEEDING 1000X MCLS

PCE CONTAMINATION POTENTIALLY RANGING FROM 100X TO < 1000X MCLS

PCE CONTAMINATION POTENTIALLY RANGING FROM 20X TO < 100X MCLS

PCE CONTAMINATION POTENTIALLY RANGING FROM 10X TO < 20X MCLS

PCE CONTAMINATION POTENTIALLY RANGING FROM MCLS TO < 10X MCLS

PCE CONTAMINATION POTENTIALLY RANGING FROM LABORATORY DETECTION LIMITS TO < MCLS

The PCE MCL is 5 ug/L.

HYDROLOGIC BOUNDARY

BASIN BOUNDARY

FREEWAYS

MINOR TRANSPORTATION

WELL ABOVE NON-DETECT

NON-DETECT WELL

WELL SAMPLED MORE THAN 1 YEAR PRIOR TO DATE OF MAP INTERPRETATION (12/31/95).

THE AREAS OF CONTAMINATION SHOWN REPRESENT SIMPLIFIED APPROXIMATIONS BASED ON THE LAST AVAILABLE CONCENTRATION (THROUGH DECEMBER 31, 1995) OF PCE. ONLY WATER QUALITY DATA FROM PRODUCTION AND MONITORING WELLS SCREENED ENTIRELY IN THE UPPER 75 FEET OF THE WATER TABLE WERE USED. DATA POINTS MORE THAN FIVE YEARS OLD WERE NOT CONSIDERED.

BECAUSE CONTAMINANT CONCENTRATIONS VARY WITH TIME, A WELL MAY AT TIMES PRODUCE WATER WITH DIFFERENT CONTAMINANT LEVELS THAN THOSE INDICATED. DIFFERENCES COULD ALSO BE CAUSED BY VERTICAL VARIATIONS IN CONTAMINATION (THE FIGURE IS A TWO-DIMENSIONAL DEPICTION OF CONTAMINATION THAT ACTUALLY VARIES WITH DEPTH).

THE FIGURE SHOWS ONLY REGIONAL VARIABILITY IN CONTAMINATION. IN MUCH OF THE BASIN, DISTANCES BETWEEN DATA POINTS ARE IN THE 1,000'S OF FEET. THUS, THERE IS SIGNIFICANT UNCERTAINTY IN THE TRUE LOCATIONS OF THE CONCENTRATION CONTOURS.

FIGURE A

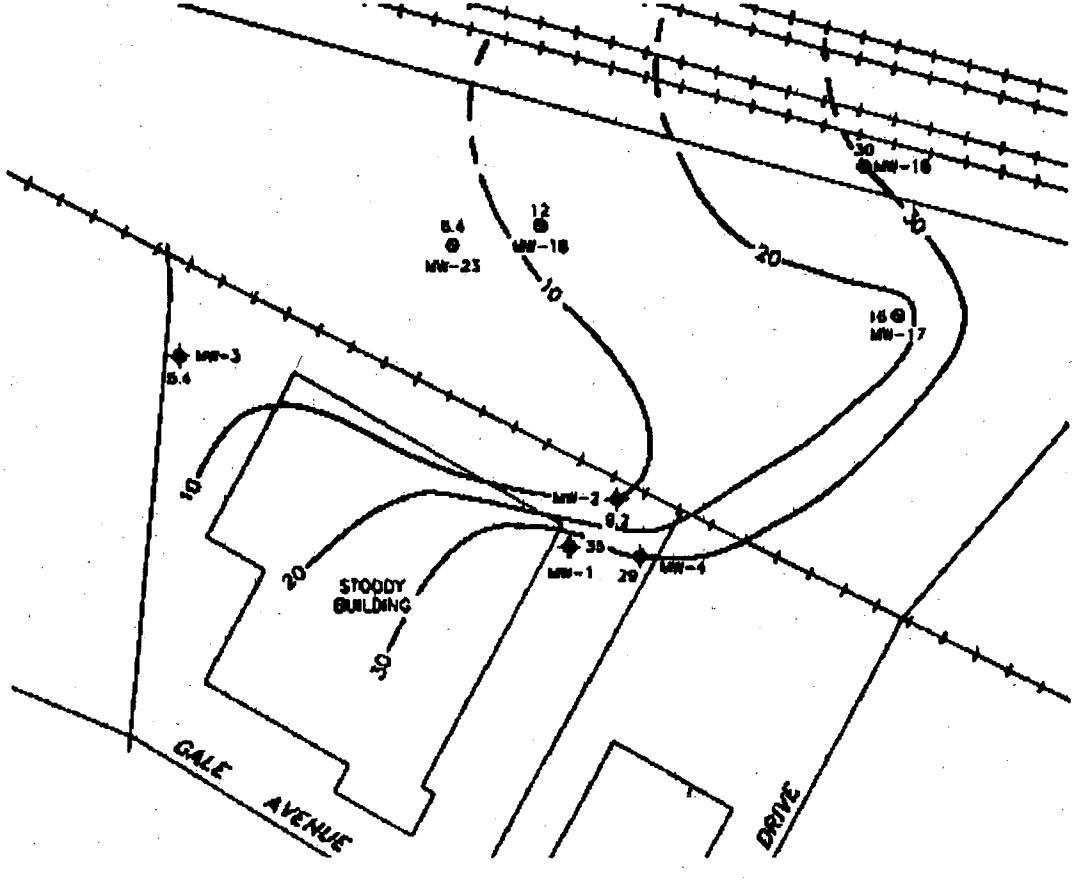
SHALLOW* PCE CONTAMINATION LAST AVAILABLE SAMPLE THROUGH DECEMBER 31, 1995

(Samples older than 5 years not evaluated.)

*** Upper 75 feet of saturated aquifer as based on 1987 water levels**

EXHIBIT 7

TCE Plume Map



Regional TCE in Groundwater

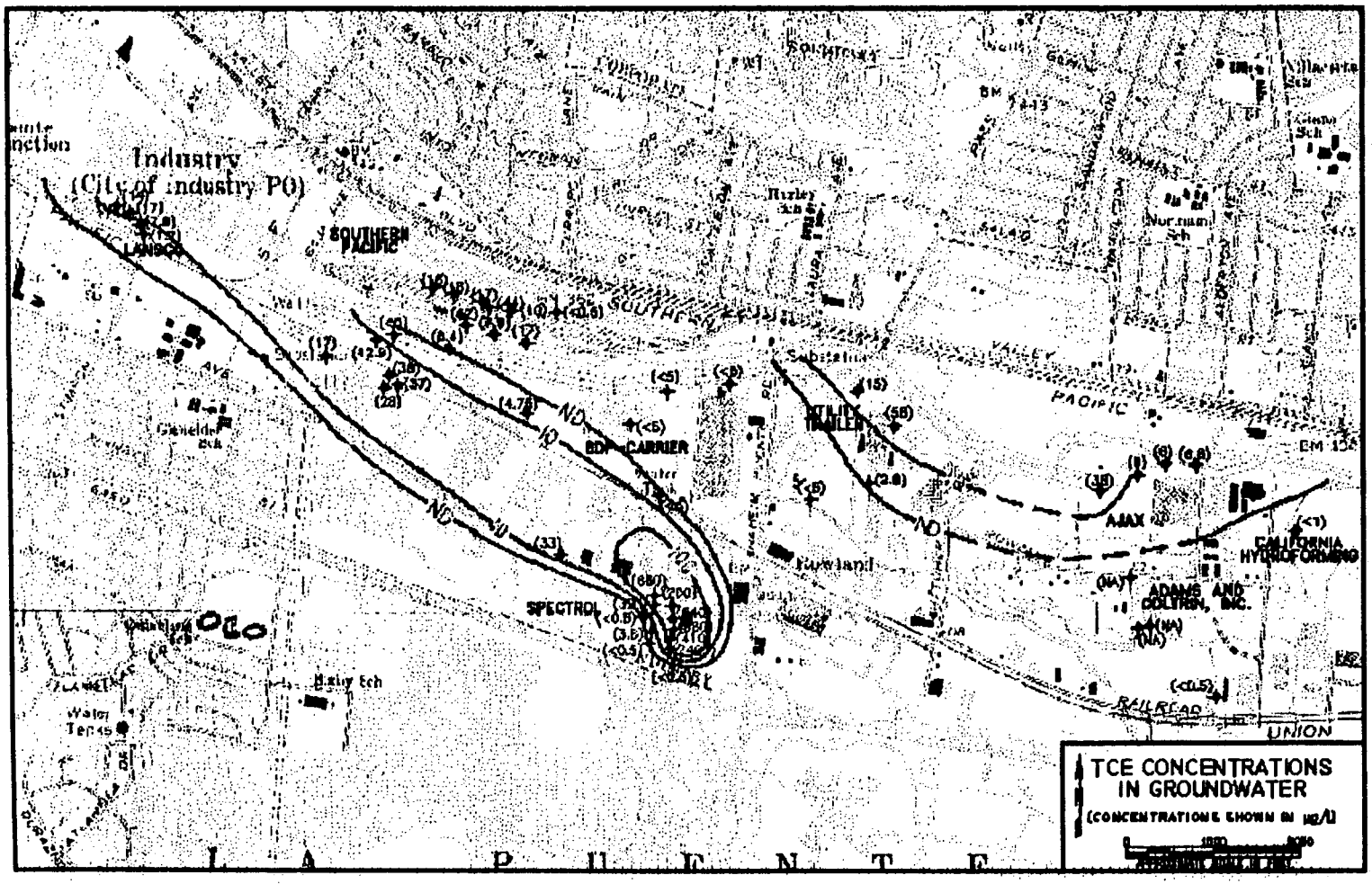
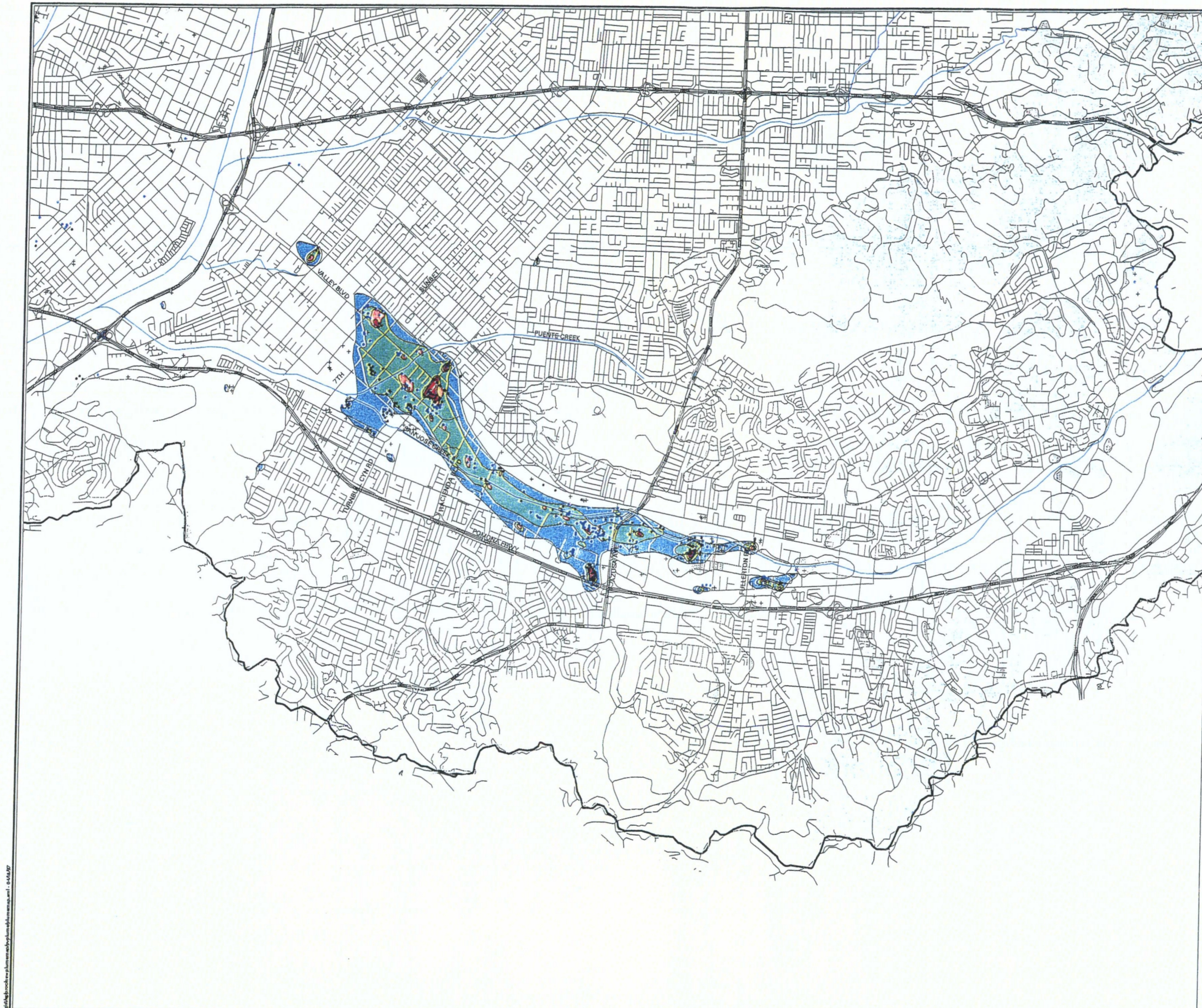


EXHIBIT 8



KILOMETERS
0 1 2 3 4

0 .5 1 2
MILES

LEGEND

- BEDROCK
- TCE CONTAMINATION POTENTIALLY EXCEEDING 1000X MCLS
- TCE CONTAMINATION POTENTIALLY RANGING FROM 100X TO < 1000X MCLS
- TCE CONTAMINATION POTENTIALLY RANGING FROM 20X TO < 100X MCLS
- TCE CONTAMINATION POTENTIALLY RANGING FROM 10X TO < 20X MCLS
- TCE CONTAMINATION POTENTIALLY RANGING FROM MCLS TO < 10X MCLS
- TCE CONTAMINATION POTENTIALLY RANGING FROM LABORATORY DETECTION LIMITS TO < MCLS

The TCE MCL is 5 ug/L.

- HYDROLOGIC BOUNDARY
- BASIN BOUNDARY
- FREEWAYS
- MINOR TRANSPORTATION
- WELL ABOVE NON-DETECT
- NON-DETECT WELL
- WELL SAMPLED MORE THAN 1 YEAR PRIOR TO DATE OF MAP INTERPRETATION (12/31/95).

THE AREAS OF CONTAMINATION SHOWN REPRESENT SIMPLIFIED APPROXIMATIONS BASED ON THE LAST AVAILABLE CONCENTRATION (THROUGH DECEMBER 31, 1995) OF TCE. ONLY WATER QUALITY DATA FROM PRODUCTION AND MONITORING WELLS SCREENED ENTIRELY IN THE UPPER 75 FEET OF THE WATER TABLE WERE USED. DATA POINTS MORE THAN FIVE YEARS OLD WERE NOT CONSIDERED.

BECAUSE CONTAMINANT CONCENTRATIONS VARY WITH TIME, A WELL MAY AT TIMES PRODUCE WATER WITH DIFFERENT CONTAMINANT LEVELS THAN THOSE INDICATED. DIFFERENCES COULD ALSO BE CAUSED BY VERTICAL VARIATIONS IN CONTAMINATION (THE FIGURE IS A TWO-DIMENSIONAL DEPICTION OF CONTAMINATION THAT ACTUALLY VARIES WITH DEPTH).

THE FIGURE SHOWS ONLY REGIONAL VARIABILITY IN CONTAMINATION. IN MUCH OF THE BASIN, DISTANCES BETWEEN DATA POINTS ARE IN THE 1,000'S OF FEET. THUS, THERE IS SIGNIFICANT UNCERTAINTY IN THE TRUE LOCATIONS OF THE CONCENTRATION CONTOURS.

FIGURE B

SHALLOW* TCE CONTAMINATION LAST AVAILABLE SAMPLE THROUGH DECEMBER 31, 1995

(Samples older than 5 years not evaluated.)

*** Upper 75 feet of saturated aquifer as based on 1987 water levels**

EXHIBIT 9

APPENDIX A

Concentrations of 1,1-DCE are migrating from the northeast in low concentrations (less than 5 ppb) and from the east to southeast in higher concentrations (20 ppb) onto the Stoody Property. The upgradient wells on the Stoody Property detected maximum 1,1-DCE concentrations of 14 ppb in MW-4 and 19 ppb in MW-1. Well MW-2, which is upgradient to the former clarifier area and downgradient to the former sump area, detected maximum1,1-DCE concentration of 4.3 ppb. The down-gradient Stoody well, MW-3, detected maximum 1,1-DCE concentration of 0.9 ppb. Attached to this Appendix is The Source Group Site Specific 1,1-DCE Plume Map and Regional 1,1-DCE Plume Map.

The CDM Figure D -- attached to this Appendix -- shows concentrations of 1,1-DCE migrating from the northeast in concentrations above MCLs (greater than 6 ppb). CDM Figure D moreover shows the plume to encompass the Stoody Property. A second "hot spot" is shown on CDM Figure D centered around the well located just south of the Stoody Property on Gale Avenue. Here, the concentrations are depicted as over 10 times the MCL (between 60 and 120 ppb). The Source Group data collected on the Stoody Property coincides with the data from CDM Figure D evidencing that the 1,1-DCE plume is migrating onto the Stoody Property from upgradient sources to the southeast and northeast.

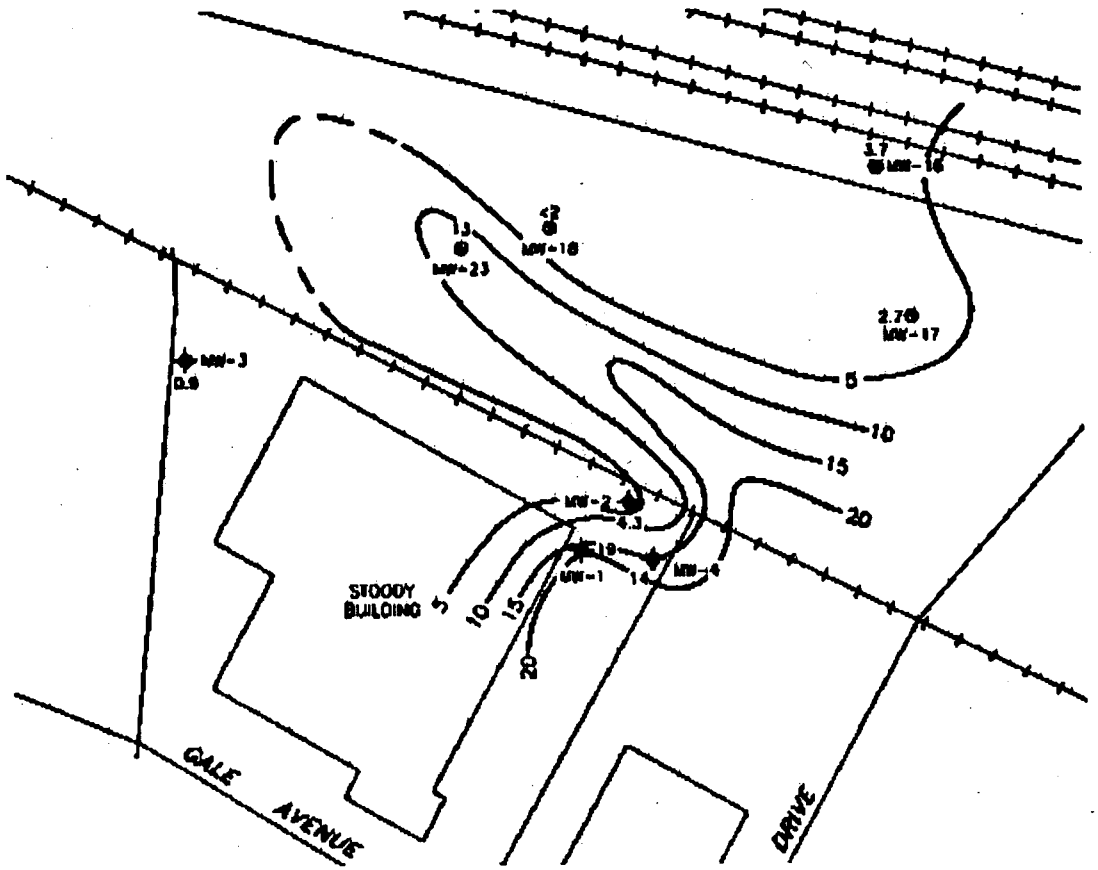
Similarly, concentrations of 1,2-DCE were below detection levels of 5 ppb in the Stoody wells MW-1, MW-2 and MW-3. The upgradient well, MW-4 detected a low 1,2-DCE concentration of 3.2 ppb. The off-site upgradient wells MW-16, MW-17, and MW-18 detected 1,2-DCE concentrations of 29, 16 and 8.9 ppb , respectively. This data indicate a contaminant migration coming from the northeast toward the Stoody Property. Attached as Exhibit 11 is The Source Group Site Specific 1,2-DCE Plume Map and the Regional 1,2-DCE Plume Map.

Moreover, CDM Figure C -- attached to this Appendix -- shows 1,2-DCE concentrations of greater than MCLs (greater than 6 ppb), but less than 60 ppb in the area of the upgradient wells located to the northeast of the Stoody Property. These wells are located along the edge of the rail yards. The plume is depicted by CDM as being below the MCL in the area of the Stoody Property which again coincides with the Source Group data collected on the Stoody Property. Again, the CDM data supports that an off-site source to the northeast of the Stoody Property is creating the 1,2-DCE groundwater contamination, which migrates and dissipates through the Stoody Property.

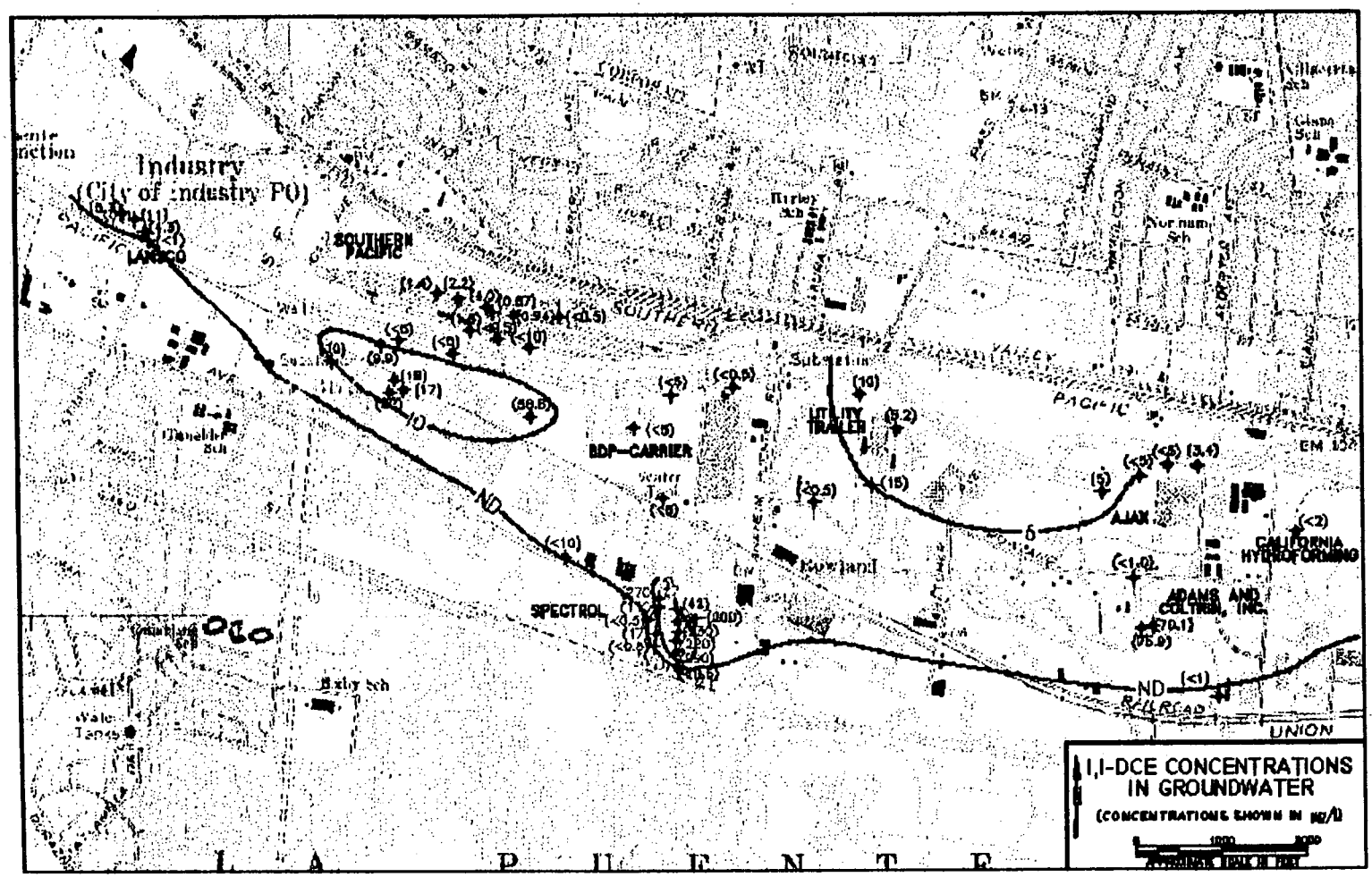
The upgradient wells on the Stoody site detected maximum 1,1,1-TCA concentrations of 1.2, 1.7, and 0.7 ppb in MW-4, MW-1, and MW-2, respectively. The downgradient well on the Stoody Property, MW-3, shows non-detect at the detection level of 5 ppb. The CDM wells to the northeast also showed non-detect at detection levels for wells MW-16 and MW-17 and 1 ppb for well MW-18. CDM well MW-23 showed a 1,1,1-TCA concentration of 1.8 ppb . This pattern of contaminant occurrence indicates an off-site source to the southeast. Attached to this Appendix is The Source Group Site Specific 1,1,1-TCA Plume Map and the Regional 1,1,1-TCA Plume Map.

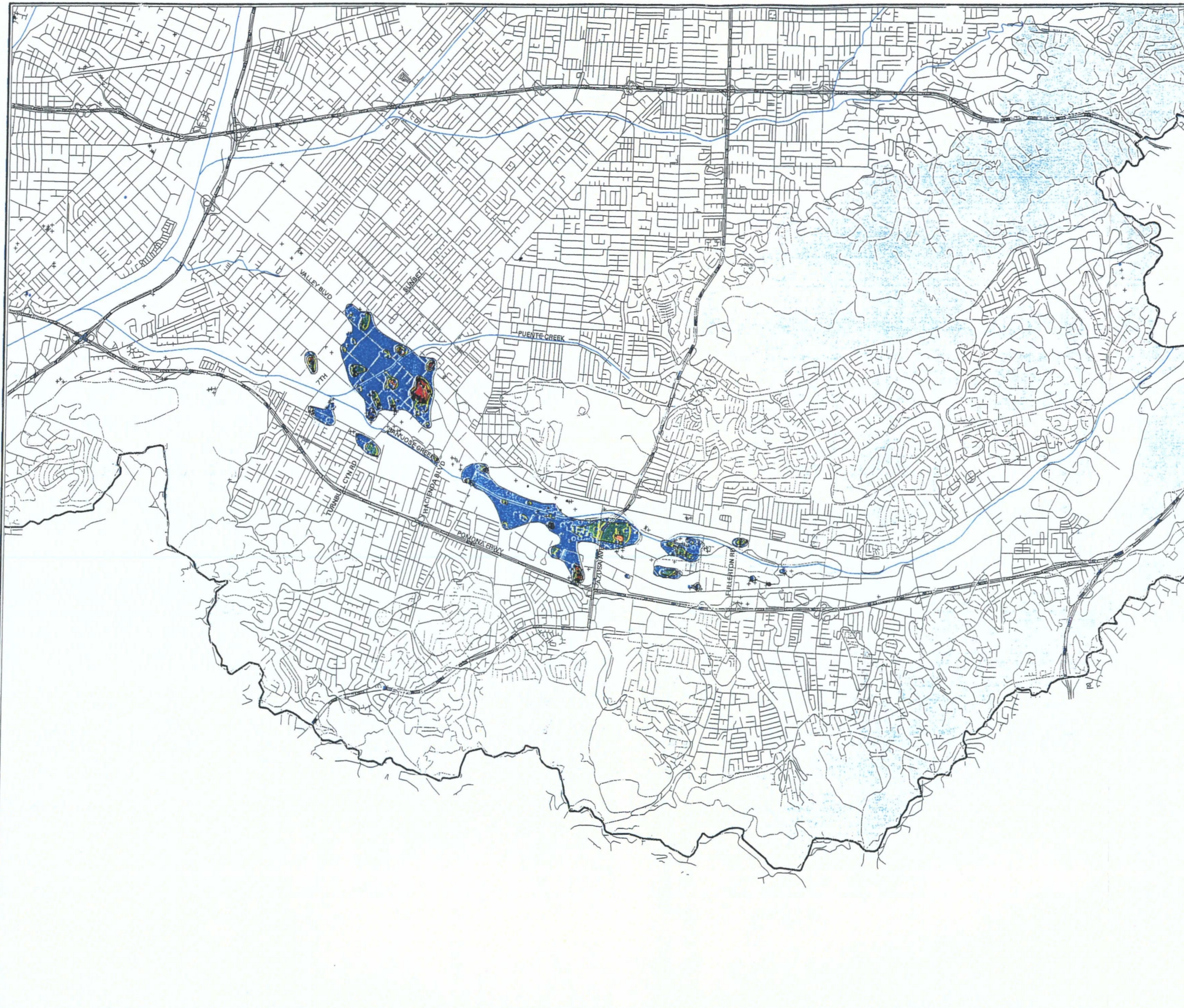
Moreover, CDM Figure E -- attached to this Appendix -- shows levels of 1,1,1-TCA at 10 times the MCLs at areas upgradient of the Stoody Property and again support the contention that regional groundwater contaminate plumes are migrating from up-gradient sources beneath the Stoody Property.

1,1-DCE Plume Map



Regional 1,1-DCE in Groundwater





KILOMETERS

0 1 2 3 4

0 .5 1 2

MILES

LEGEND

- BEDROCK
- 1,1-DCE CONTAMINATION POTENTIALLY EXCEEDING 1000X MCLS
- 1,1-DCE CONTAMINATION POTENTIALLY RANGING FROM 100X TO < 1000X MCLS
- 1,1-DCE CONTAMINATION POTENTIALLY RANGING FROM 20X TO < 100X MCLS
- 1,1-DCE CONTAMINATION POTENTIALLY RANGING FROM 10X TO < 20X MCLS
- 1,1-DCE CONTAMINATION POTENTIALLY RANGING FROM MCLS TO < 10X MCLS
- 1,1-DCE CONTAMINATION POTENTIALLY RANGING FROM LABORATORY DETECTION LIMITS TO < MCLS

The 1,1-DCE MCL is 6 ug/L.

- HYDROLOGIC BOUNDARY
- BASIN BOUNDARY
- FREEWAYS
- MINOR TRANSPORTATION
- WELL ABOVE NON-DETECT
- NON-DETECT WELL
- WELL SAMPLED MORE THAN 1 YEAR PRIOR TO DATE OF MAP INTERPRETATION (12/31/95).

THE AREAS OF CONTAMINATION SHOWN REPRESENT SIMPLIFIED APPROXIMATIONS BASED ON THE LAST AVAILABLE CONCENTRATION (THROUGH DECEMBER 31, 1995) OF 1,1-DCE. ONLY WATER QUALITY DATA FROM PRODUCTION AND MONITORING WELLS SCREENED ENTIRELY IN THE UPPER 75 FEET OF THE WATER TABLE WERE USED. DATA POINTS MORE THAN FIVE YEARS OLD WERE NOT CONSIDERED.

BECAUSE CONTAMINANT CONCENTRATIONS VARY WITH TIME, A WELL MAY AT TIMES PRODUCE WATER WITH DIFFERENT CONTAMINANT LEVELS THAN THOSE INDICATED. DIFFERENCES COULD ALSO BE CAUSED BY VERTICAL VARIATIONS IN CONTAMINATION (THE FIGURE IS A TWO-DIMENSIONAL DEPICTION OF CONTAMINATION THAT ACTUALLY VARIES WITH DEPTH).

THE FIGURE SHOWS ONLY REGIONAL VARIABILITY IN CONTAMINATION. IN MUCH OF THE BASIN, DISTANCES BETWEEN DATA POINTS ARE IN THE 1,000'S OF FEET. THUS, THERE IS SIGNIFICANT UNCERTAINTY IN THE TRUE LOCATIONS OF THE CONCENTRATION CONTOURS.

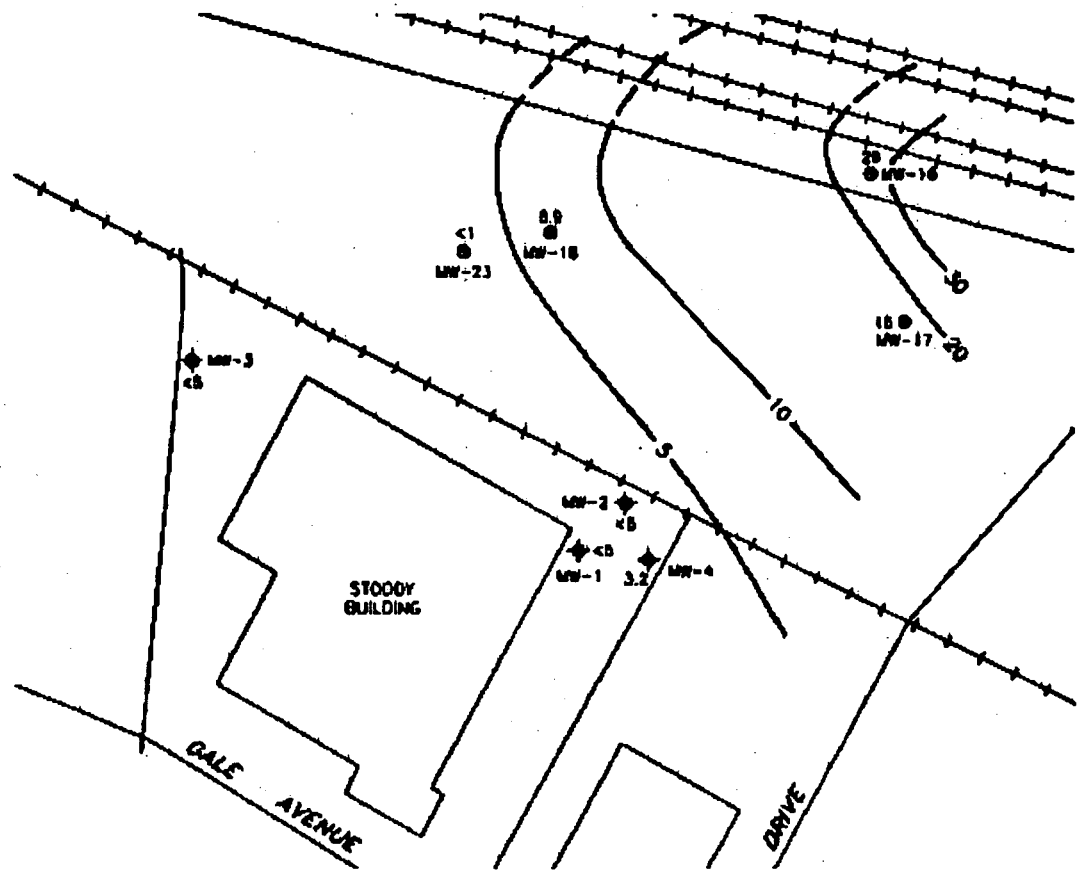
FIGURE D

SHALLOW* 1,1-DCE CONTAMINATION LAST AVAILABLE SAMPLE THROUGH DECEMBER 31, 1995

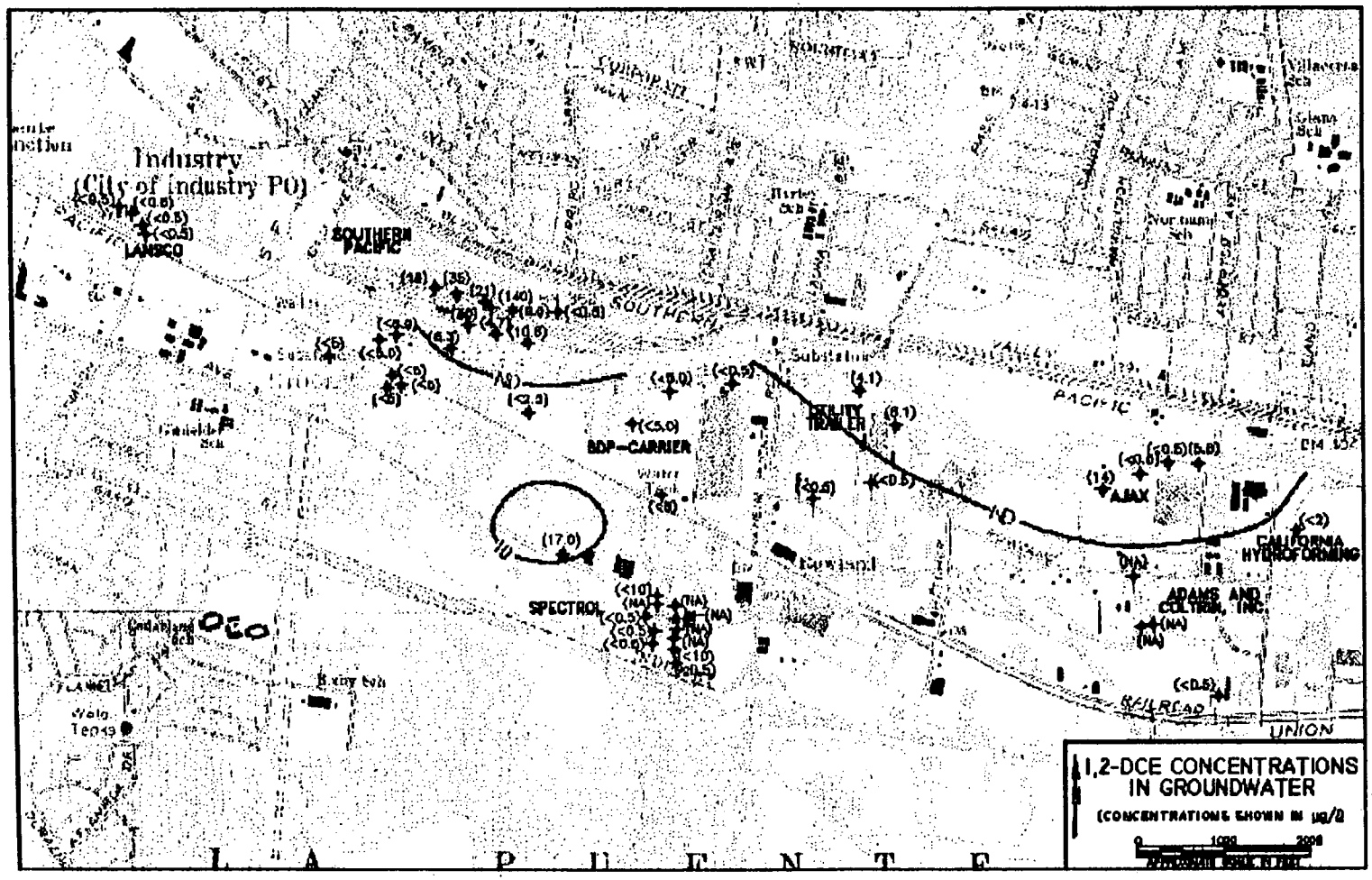
(Samples older than 5 years not evaluated.)

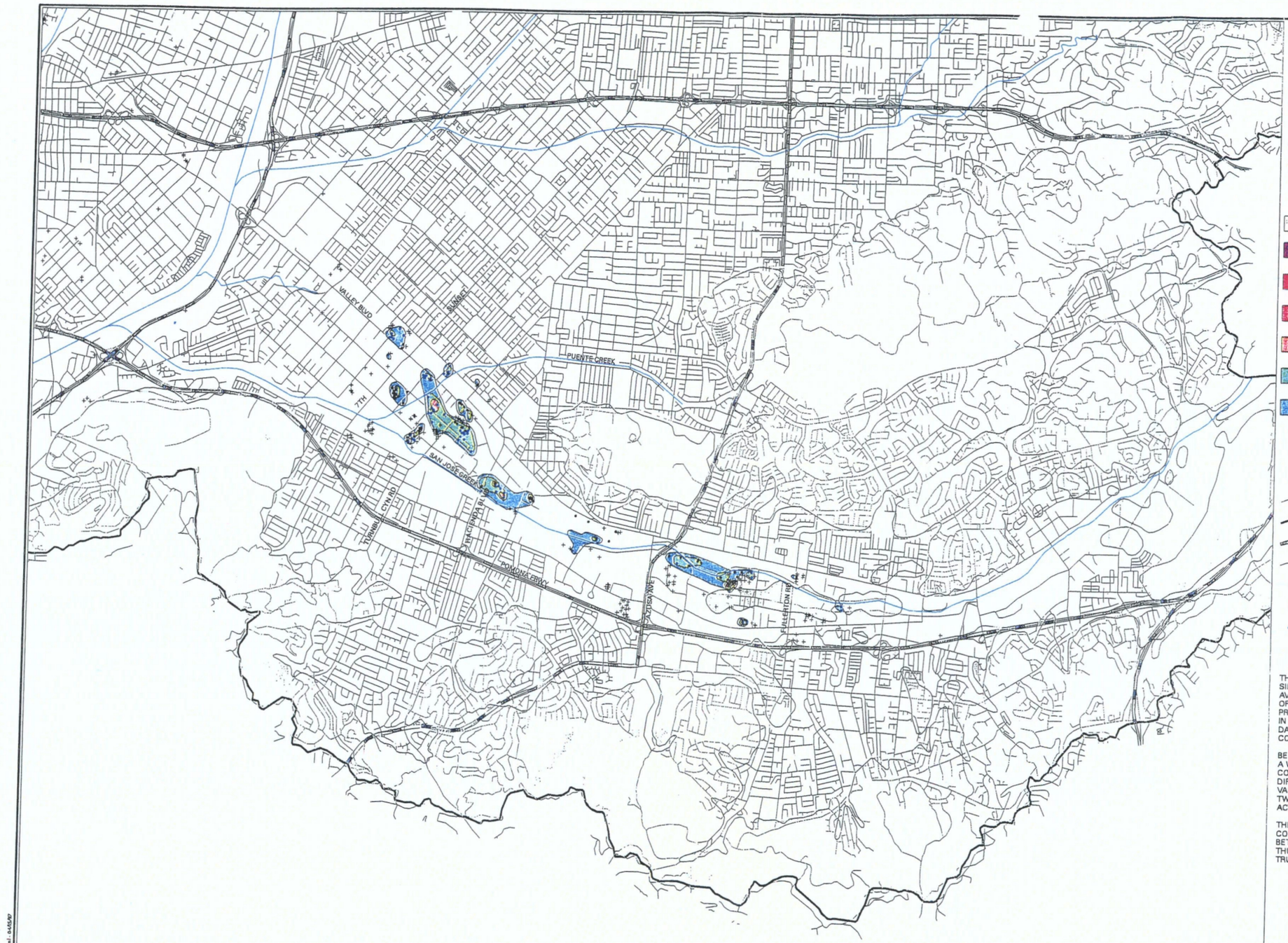
*** Upper 75 feet of saturated aquifer as based on 1987 water levels**

1,2-DCE Plume Map



Regional 1,2-DCE in Groundwater





KILOMETERS
0 1 2 3 4
0 .5 1 2
MILES

LEGEND

- BEDROCK
- CIS-1,2-DCE CONTAMINATION POTENTIALLY EXCEEDING 1000X MCLS
- CIS-1,2-DCE CONTAMINATION POTENTIALLY RANGING FROM 100X TO < 1000X MCLS
- CIS-1,2-DCE CONTAMINATION POTENTIALLY RANGING FROM 20X TO < 100X MCLS
- CIS-1,2-DCE CONTAMINATION POTENTIALLY RANGING FROM 10X TO < 20X MCLS
- CIS-1,2-DCE CONTAMINATION POTENTIALLY RANGING FROM MCLS TO < 10X MCLS
- CIS-1,2-DCE CONTAMINATION POTENTIALLY RANGING FROM LABORATORY DETECTION LIMITS TO < MCLS

The CIS-1,2-DCE MCL is 6 ug/L.

- HYDROLOGIC BOUNDARY
- BASIN BOUNDARY
- FREEWAYS
- MINOR TRANSPORTATION
- WELL ABOVE NON-DETECT
- NON-DETECT WELL
- WELL SAMPLED MORE THAN 1 YEAR PRIOR TO DATE OF MAP INTERPRETATION (12/31/95).

THE AREAS OF CONTAMINATION SHOWN REPRESENT SIMPLIFIED APPROXIMATIONS BASED ON THE LAST AVAILABLE CONCENTRATION (THROUGH DECEMBER 31, 1995) OF CIS-1,2-DCE. ONLY WATER QUALITY DATA FROM PRODUCTION AND MONITORING WELLS SCREENED ENTIRELY IN THE UPPER 75 FEET OF THE WATER TABLE WERE USED. DATA POINTS MORE THAN FIVE YEARS OLD WERE NOT CONSIDERED.

BECAUSE CONTAMINANT CONCENTRATIONS VARY WITH TIME, A WELL MAY AT TIMES PRODUCE WATER WITH DIFFERENT CONTAMINANT LEVELS THAN THOSE INDICATED. DIFFERENCES COULD ALSO BE CAUSED BY VERTICAL VARIATIONS IN CONTAMINATION (THE FIGURE IS A TWO-DIMENSIONAL DEPICTION OF CONTAMINATION THAT ACTUALLY VARIES WITH DEPTH).

THE FIGURE SHOWS ONLY REGIONAL VARIABILITY IN CONTAMINATION. IN MUCH OF THE BASIN, DISTANCES BETWEEN DATA POINTS ARE IN THE 1,000'S OF FEET. THUS, THERE IS SIGNIFICANT UNCERTAINTY IN THE TRUE LOCATIONS OF THE CONCENTRATION CONTOURS.

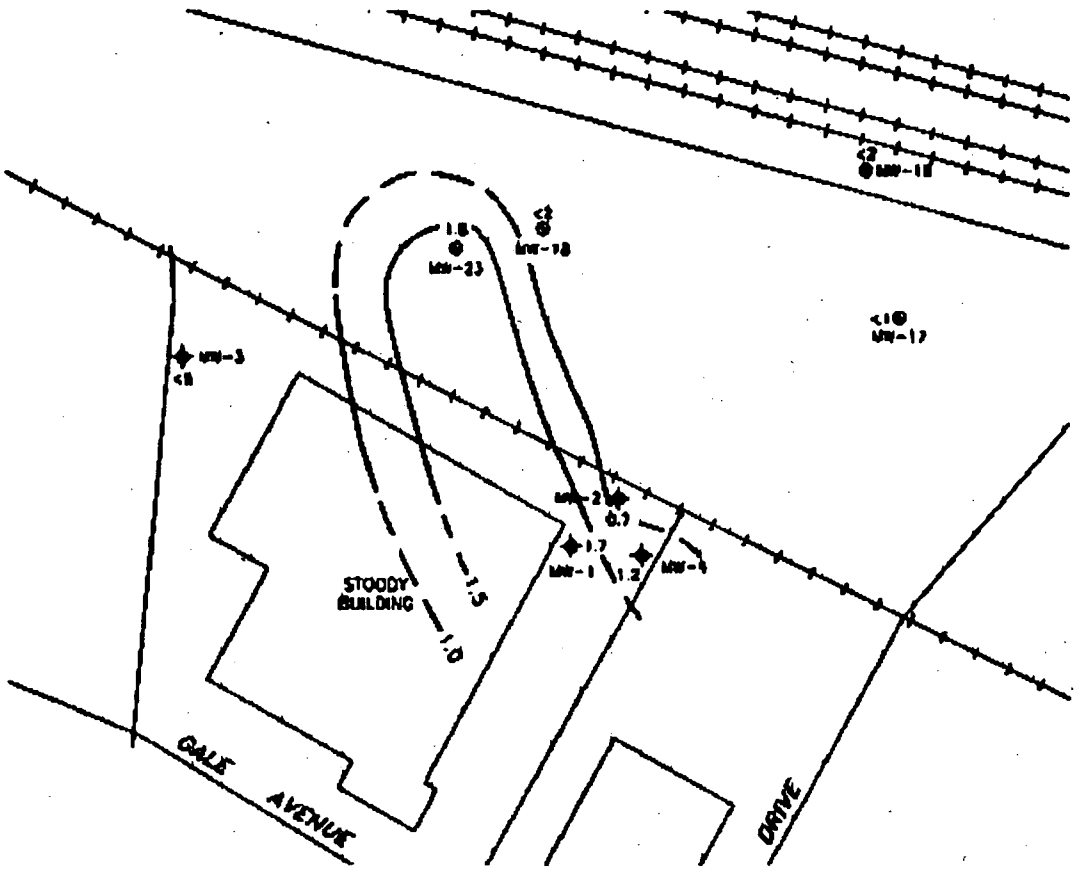
FIGURE C

SHALLOW* CIS-1,2-DCE CONTAMINATION LAST AVAILABLE SAMPLE THROUGH DECEMBER 31, 1995

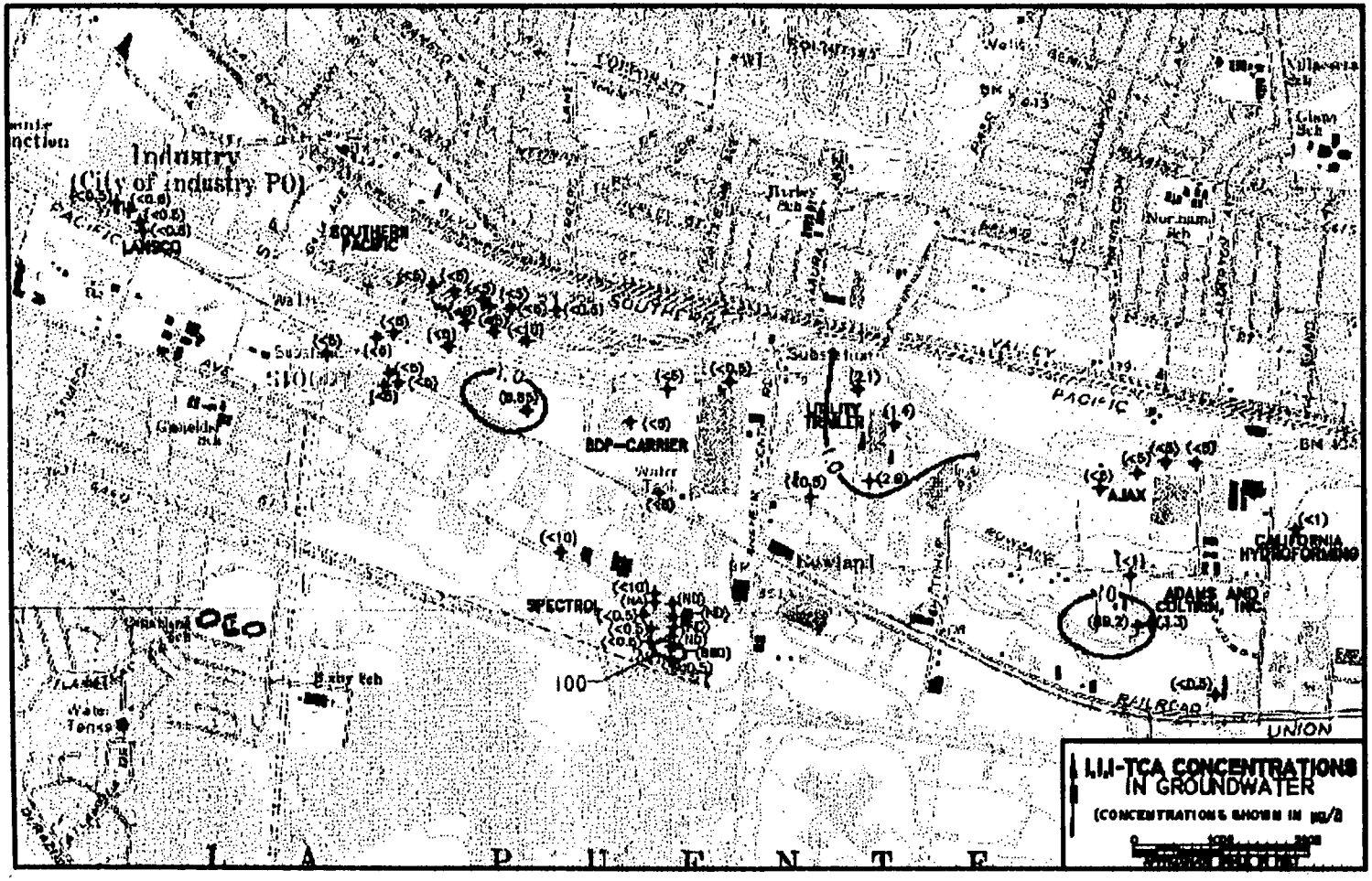
(Samples older than 5 years not evaluated.)

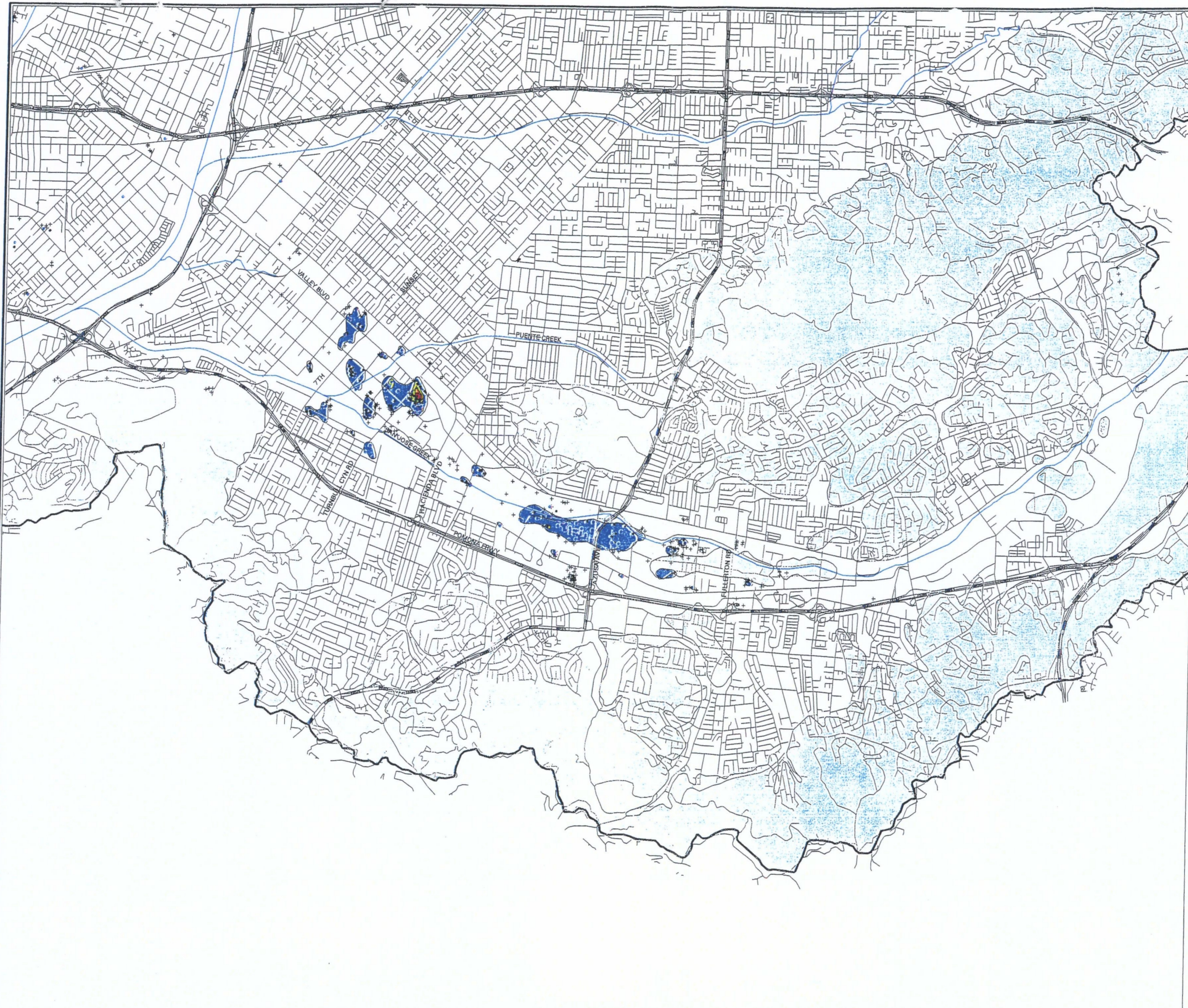
*** Upper 75 feet of saturated aquifer as based on 1987 water levels**

1,1,1-TCA Plume Map



Regional 1,1,1-TCA in Groundwater





KILOMETERS

0 1 2 3 4

0 .5 1 2

MILES

LEGEND

BEDROCK

1,1,1-TCA CONTAMINATION POTENTIALLY EXCEEDING 1000X MCLS

1,1,1-TCA CONTAMINATION POTENTIALLY RANGING FROM 100X TO < 1000X MCLS

1,1,1-TCA CONTAMINATION POTENTIALLY RANGING FROM 20X TO < 100X MCLS

1,1,1-TCA CONTAMINATION POTENTIALLY RANGING FROM 10X TO < 20X MCLS

1,1,1-TCA CONTAMINATION POTENTIALLY RANGING FROM MCLS TO < 10X MCLS

1,1,1-TCA CONTAMINATION POTENTIALLY RANGING FROM LABORATORY DETECTION LIMITS TO < MCLS

The 1,1,1-TCA MCL is 200 ug/L.

HYDROLOGIC BOUNDARY

BASIN BOUNDARY

FREEWAYS

MINOR TRANSPORTATION

WELL ABOVE NON-DETECT

NON-DETECT WELL

WELL SAMPLED MORE THAN 1 YEAR PRIOR TO DATE OF MAP INTERPRETATION (12/31/95).

THE AREAS OF CONTAMINATION SHOWN REPRESENT SIMPLIFIED APPROXIMATIONS BASED ON THE LAST AVAILABLE CONCENTRATION (THROUGH DECEMBER 31, 1995) OF 1,1,1-TCA. ONLY WATER QUALITY DATA FROM PRODUCTION AND MONITORING WELLS SCREENED ENTIRELY IN THE UPPER 75 FEET OF THE WATER TABLE WERE USED. DATA POINTS MORE THAN FIVE YEARS OLD WERE NOT CONSIDERED.

BECAUSE CONTAMINANT CONCENTRATIONS VARY WITH TIME, A WELL MAY AT TIMES PRODUCE WATER WITH DIFFERENT CONTAMINANT LEVELS THAN THOSE INDICATED. DIFFERENCES COULD ALSO BE CAUSED BY VERTICAL VARIATIONS IN CONTAMINATION (THE FIGURE IS A TWO-DIMENSIONAL DEPICTION OF CONTAMINATION THAT ACTUALLY VARIES WITH DEPTH).

THE FIGURE SHOWS ONLY REGIONAL VARIABILITY IN CONTAMINATION. IN MUCH OF THE BASIN, DISTANCES BETWEEN DATA POINTS ARE IN THE 1,000'S OF FEET. THUS, THERE IS SIGNIFICANT UNCERTAINTY IN THE TRUE LOCATIONS OF THE CONCENTRATION CONTOURS.

FIGURE E

SHALLOW* 1,1,1-TCA CONTAMINATION LAST AVAILABLE SAMPLE THROUGH DECEMBER 31, 1995

(Samples older than 5 years not evaluated.)

*** Upper 75 feet of saturated aquifer as based on 1987 water levels**